



# Airdoc 鷹瞳

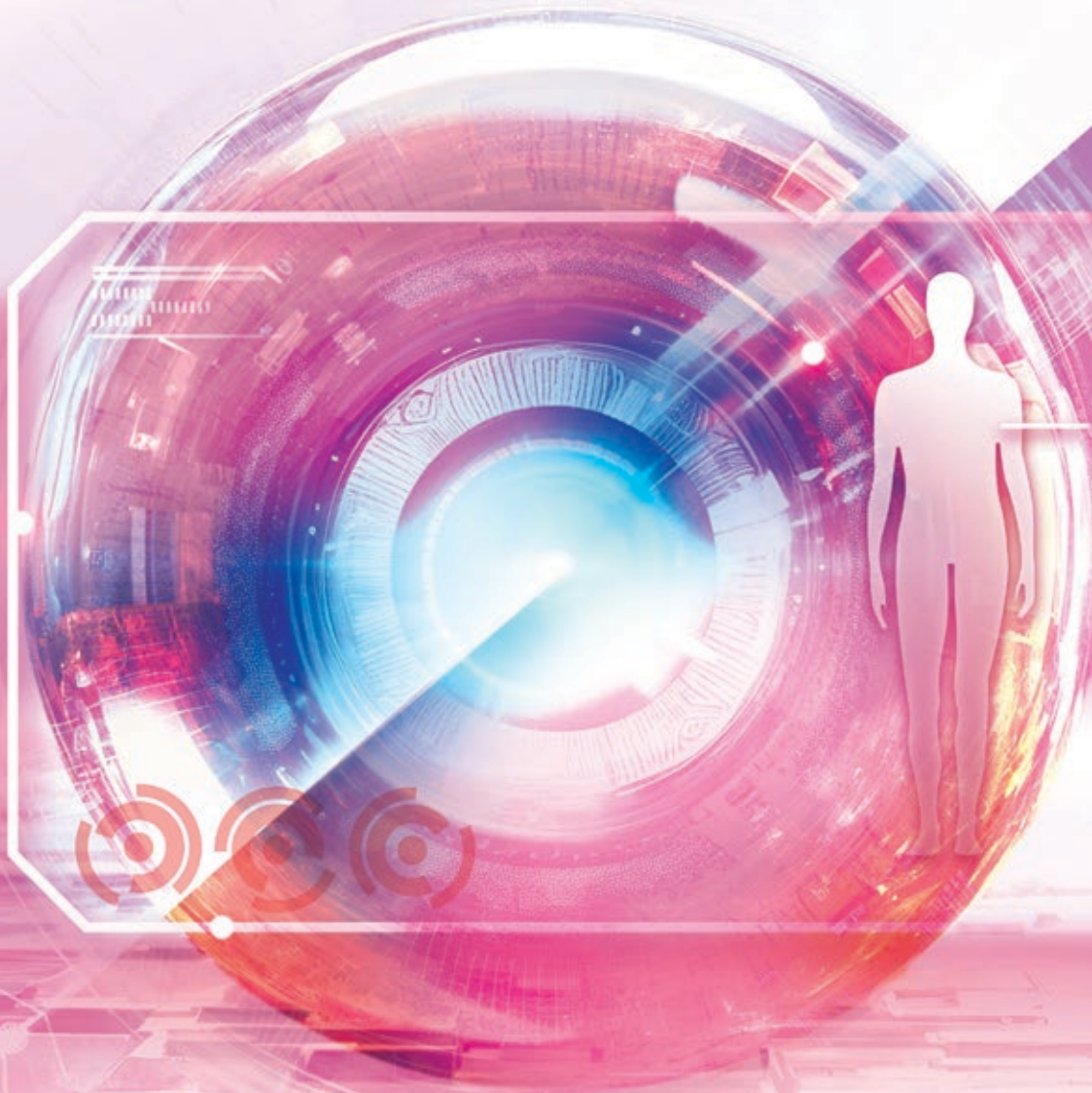
Beijing Airdoc Technology Co., Ltd.

北京鷹瞳科技發展股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(於中華人民共和國註冊成立的股份有限公司)

Stock Code 股份代號：2251



Annual Report

年度報告

2023



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# CORPORATE INFORMATION

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. ZHANG Dalei  
*(Chairman and chief executive officer)*  
 Ms. WANG Lin *(effective from March 30, 2023)*  
 Dr. HE Chao *(effective from December 29, 2023)*  
 Mr. QIN Yong *(effective from December 29, 2023)*  
 Mr. GAO Fei *(ceased on January 13, 2023)*  
 Dr. CHEN Yuzhong *(ceased on December 29, 2023)*  
 Mr. CHEN Hailong *(ceased on December 29, 2023)*

#### Non-executive Directors

Ms. WANG Mi *(ceased on January 13, 2023)*  
 Mr. CHEN Xin *(ceased on December 29, 2023)*  
 Ms. ZHU Tingyao  
*(effective from March 30, 2023 and  
 ceased on July 27, 2023)*

#### Independent Non-executive Directors

Mr. NG Kong Ping Albert  
 Dr. WU Yangfeng  
 Dr. HUANG Yanlin

### SUPERVISORS

Mr. WEI Yubo  
 Ms. BAI Huihui  
 Dr. LUO Ting

### AUDIT COMMITTEE

Mr. NG Kong Ping Albert *(Chairman)*  
 Dr. HUANG Yanlin  
 Dr. WU Yangfeng

### 董事會

#### 執行董事

張大磊先生  
*(主席兼首席執行官)*  
 王林女士 *(自2023年3月30日起生效)*  
 和超博士 *(自2023年12月29日起生效)*  
 秦勇先生 *(自2023年12月29日起生效)*  
 高斐先生 *(於2023年1月13日卸任)*  
 陳羽中博士 *(於2023年12月29日卸任)*  
 陳海龍先生 *(於2023年12月29日卸任)*

#### 非執行董事

王謐女士 *(於2023年1月13日卸任)*  
 陳欣先生 *(於2023年12月29日卸任)*  
 朱艇遙女士  
*(自2023年3月30日起生效並於  
 2023年7月27日卸任)*

#### 獨立非執行董事

吳港平先生  
 武陽豐博士  
 黃彥林博士

### 監事

魏宇博先生  
 白惠惠女士  
 羅婷博士

### 審核委員會

吳港平先生 *(主席)*  
 黃彥林博士  
 武陽豐博士



## CORPORATE INFORMATION

### 公司資料

#### REMUNERATION AND APPRAISAL COMMITTEE

Dr. HUANG Yanlin (*Chairman*)  
Mr. NG Kong Ping Albert  
Ms. WANG Lin (*effective from March 30, 2023*)  
Mr. GAO Fei (*ceased on January 13, 2023*)

#### NOMINATION COMMITTEE

Mr. ZHANG Dalei (*Chairman*)  
Dr. HUANG Yanlin  
Dr. WU Yangfeng

#### STRATEGY COMMITTEE

Mr. ZHANG Dalei (*Chairman*)  
Mr. NG Kong Ping Albert  
Dr. WU Yangfeng

#### ESG COMMITTEE

Mr. ZHANG Dalei (*Chairman*)  
Ms. WANG Lin  
Dr. HE Chao

#### AUTHORIZED REPRESENTATIVES

Mr. ZHANG Dalei  
Ms. SO Lai Shan

#### JOINT COMPANY SECRETARIES

Ms. YANG Wenting  
Ms. SO Lai Shan  
(ACG (CS, CGP) HKACG (CS, CGP))

#### 薪酬與考核委員會

黃彥林博士 (*主席*)  
吳港平先生  
王林女士 (*自2023年3月30日起生效*)  
高斐先生 (*於2023年1月13日卸任*)

#### 提名委員會

張大磊先生 (*主席*)  
黃彥林博士  
武陽豐博士

#### 戰略委員會

張大磊先生 (*主席*)  
吳港平先生  
武陽豐博士

#### 環境、社會及管治委員會

張大磊先生 (*主席*)  
王林女士  
和超博士

#### 授權代表

張大磊先生  
蘇麗珊女士

#### 聯席公司秘書

楊文婷女士  
蘇麗珊女士  
(特許公司治理公會會士、香港公司治理公會會士)

## CORPORATE INFORMATION

### 公司資料

#### HEAD OFFICE, REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

Room 21, 4th Floor, Building 2, A2 Yard  
West Third Ring North Road  
Haidian District  
Beijing  
PRC

#### 中國的總部、註冊辦事處和主要營業地點

中國  
北京市  
海淀區  
西三環北路  
甲2號院2號樓4層21室

#### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1901, 19/F, Lee Garden One  
33 Hysan Avenue  
Causeway Bay  
Hong Kong

#### 香港主要營業地點

香港  
銅鑼灣  
希慎道33號  
利園一期19樓1901室

#### H SHARE REGISTRAR

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

#### H股證券登記處

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

#### HONG KONG LEGAL ADVISER

Kirkland & Ellis  
26/F, Gloucester Tower  
The Landmark  
15 Queen's Road Central  
Hong Kong

#### 香港法律顧問

凱易律師事務所  
香港  
皇后大道中15號  
置地廣場  
告羅士打大廈26樓

**CORPORATE INFORMATION**  
公司資料**PRC LEGAL ADVISER**

Zhong Lun Law Firm  
22-31/F, South Tower of CP Center  
20 Jin He East Avenue  
Chaoyang District  
Beijing  
PRC

**AUDITOR**

**Ernst & Young**  
*Certified Public Accountants*  
*Registered Public Interest Entity Auditor*  
27/F, One Taikoo Place  
979 King's Road  
Quarry Bay  
Hong Kong

**STOCK CODE**

2251

**COMPANY WEBSITE**[www.airdoc.com](http://www.airdoc.com)**中國法律顧問**

中倫律師事務所  
中國  
北京市  
朝陽區  
金和東路20號院  
正大中心南塔22-31層

**核數師**

安永會計師事務所  
執業會計師  
註冊公眾利益實體核數師  
香港  
鰂魚涌  
英皇道979號  
太古坊一座27樓

**股份代號**

2251

**公司網站**[www.airdoc.com](http://www.airdoc.com)

# FINANCIAL SUMMARY

## 財務概要

A summary of the results and of the assets and liabilities of the Group for the last five financial years, as extracted from the audited financial information and financial statements is set out below:

本集團最近五個財政年度的業績、資產及負債概要，乃摘錄自經審核財務資料及財務報表，並載列如下：

		For the Year ended December 31, 截至12月31日止年度				
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元	2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
<b>Revenue</b>	收入	203,964	113,657	115,181	47,672	30,415
Cost of sales	銷售成本	(78,831)	(57,805)	(44,940)	(18,585)	(14,308)
Gross profit	毛利	125,133	55,852	70,241	29,087	16,107
Loss before tax	稅前虧損	(145,859)	(182,740)	(142,527)	(79,251)	(87,132)
Loss for the year	年度虧損	(145,654)	(182,740)	(142,527)	(79,626)	(87,139)
<b>Loss per share</b>	<b>每股虧損</b>					
Basic and diluted (RMB)	基本及攤薄 (人民幣元)	(1.28)	(1.75)	(1.76)	(1.36)	(1.66)

		As of December 31, 截至12月31日				
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元	2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
<b>Financial Position</b>	<b>財務狀況</b>					
Non-current assets	非流動資產	402,985	64,137	48,566	26,854	6,230
Current assets	流動資產	1,281,927	1,675,818	1,845,611	408,899	233,139
Non-current liabilities	非流動負債	16,891	3,928	3,420	2,405	2,242
Current liabilities	流動負債	110,237	64,665	70,771	24,898	396,471
Net assets/(liabilities)	資產/(負債)淨額	1,557,784	1,671,362	1,819,986	408,450	(159,344)
Total equity/(deficit) attributable to equity shareholders of the Company	本公司權益股東應佔 權益/(虧絀)總額	1,540,383	1,666,125	1,819,986	408,212	(159,367)
Non-controlling interests	非控股權益	17,401	5,237	—	238	23



# CHAIRMAN'S STATEMENT

## 主席報告

In this era filled with challenges and opportunities, I am honored to share with you the remarkable achievements Airdoc has made in 2023. Over the past year, by adhering to our commitment to putting clients first, coupled with our profound understanding of technology and keen insights into market demands, we have driven business growth through resilience and innovation.

As pioneers in the industry, we are dedicated to leveraging AI technology to provide comprehensive solutions for the early detection, diagnosis, and health risk assessment of chronic fundus diseases and ophthalmic disorders. In 2023, our independently developed AI retinal imaging deep learning platform continued to maintain a leading position in the industry. Our innovative products and services have not only been widely recognized in the Chinese market but have also successfully entered international markets in Southeast Asia and the Middle East.

In terms of product development, we have made significant progress. Airdoc-AIFUNDUS (1.0) received certification under the European Union Medical Device Regulation (CE MDR), signifying that our technology and products have reached an international leading level. Additionally, our AI-FUNDUSCAMERA-P and myopia treatment products have received special commendation gold awards internationally, which not only is a recognition of our technological innovation capabilities but also lays a solid foundation for our expansion into the global market.

在這個充滿挑戰和機遇的時刻，我很榮幸能夠與大家分享鷹瞳科技在2023年取得的非凡成就。過去的一年，鷹瞳科技憑藉我們對客戶至上的堅持，對技術的深刻理解和對市場需求的敏銳洞察，用韌性和創新推動業務增長。

作為行業的先鋒，我們專注於運用人工智能技術為慢性眼底疾病和眼科疾病的早期檢測、診斷以及健康風險評估提供全方位的解決方案。2023年，我們自主研发的人工智能視網膜影像深度算法平台繼續保持行業領先地位，我們的創新產品和服務不僅在中國市場獲得廣泛認可，同時也成功進入東南亞和中東等國際市場。

在產品研發方面，我們取得了顯著進展。Airdoc-AIFUNDUS (1.0)獲得了歐盟醫療器械法規(CE MDR)的認證，這標誌著我們的技術和產品已經達到了國際領先水平。此外，我們的AI-FUNDUSCAMERA-P和近視治療產品在國際上獲得了特別表彰金獎，這不僅是對我們技術創新能力的認可，也為我們在全球市場的拓展奠定了堅實的基礎。



## CHAIRMAN'S STATEMENT

### 主席報告

On the business front, the Company achieved a significant growth in revenue in 2023, with both customer numbers and unit prices increasing, and a significant narrowing of losses. This success is attributable to our brand, which is highly regarded by serious medical experts, our solid customer relationships, our unique global technological products and data, and our independent control over manufacturing and storage capabilities. In 2023, adhering to the philosophy of “Accessible and Affordable to Everyone,” we deepened our technological innovation and market expansion. Especially on the path to integrated diagnosis and treatment, we provided services to 6.83 million people, discovered 31,459 significant positive cases through Retinal AI monitoring, and made significant achievements in Visual Training AI and Myopia Prevention and Control AI. These accomplishments are a testament to our relentless pursuit and spirit of innovation.

Looking ahead, we will continue to embrace the mission of “Accessible and Affordable to Everyone,” deepen technological innovation, and expand market boundaries. We will continue to invest in R&D, accelerate product innovation, and lead high-quality development with technology. At the same time, we will further optimize our sales strategy, expand service outlets, better serve our customers, and seek new growth points.

For 2024, we target to optimize our organization, improve efficiency, turn losses into profits, and continue to push forward integrated diagnosis and treatment to increase the revenue share of treatment services. Our team will maintain courage and a spirit of innovation in product and business model innovation, focusing on solving problems around customer needs.

商業成績方面，2023年公司的營業收入實現了顯著增長，客戶數和單價雙雙增長，虧損顯著收窄。這一切，都得益於我們深得嚴肅醫療專家認可的品牌，穩固的客戶關係，全球獨有的技術產品和數據，以及自主可控的工廠和倉儲能力。2023年，我們秉持「讓健康無處不在」的理念，深化技術創新和市場拓展。特別是在診療一體化的道路上，我們為683萬人次提供服務，通過眼底視網膜AI監測發現重大陽性案例31,459人，並且在視覺訓練AI和近視防控AI方面取得顯著成績。這些成就的背後，是我們不懈的追求和創新精神的體現。

展望未來，我們將繼續秉持「讓健康無處不在」的使命，深化技術創新，拓展市場邊界。我們將持續投入研發，加速產品創新，以科技引領高質量發展。同時，我們也將進一步優化銷售策略，擴大服務網點，以更好地服務於客戶，並尋找新的增長點。

面向2024年，我們將優化內部組織，提高效率，實現經營扭虧為盈，持續推進診療一體化，提高治療業務收入佔比。我們的團隊將繼續保持對產品創新和商業模式创新的勇氣與創新精神，圍繞客戶需求解決問題。

## CHAIRMAN'S STATEMENT 主席報告

For a long time, we have adhered to a customer-first philosophy, enhancing customer ROI through quality service, and promoting health for everyone. Looking forward, Airdoc will continue to dedicate ourselves to our mission, maintain confidence in building a great company, continuously create value for customers, achieve sustained growth for the company, and contribute to the healthy development of the industry.

In the new year, we will continue to uphold our core values of inclusive healthcare, professionalism and long-term dedication, and promote progress in the medical health field with technological innovation. We believe that only through continuous innovation can we keep moving forward, create greater value for investors, and bring more welfare to society. Thank you to every investor for your trust and support. Let us join hands and move forward together to welcome an even more brilliant future.

*CEO of Airdoc*

長久以來，我們一直堅持客戶至上的理念，通過提供優質服務增強客戶回報率，促進每個人的健康。展望未來，鷹瞳科技將繼續獻身於我們的使命，堅持創建偉大公司的信心，不斷為客戶創造價值，實現公司的持續成長和行業的健康發展。

在新的一年裡，我們將繼續堅守普惠之心、專業之路和長期主義的核心價值觀，用科技創新促進醫療健康領域的進步。我們相信，只有不斷創新，才能不斷前進，為投資人創造更大的價值，為社會帶來更多的福祉。感謝每一位投資人的信任與支持，讓我們攜手並進，共同迎接更加輝煌的未來。

*鷹瞳科技 CEO*

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論與分析

### BUSINESS OVERVIEW

As an industry pioneer, we are focused on leveraging AI technology to provide comprehensive solutions for early detection, diagnosis and health risk assessment of chronic fundus and ophthalmic diseases, while also offering eye health management services such as myopia prevention and visual training. Our proprietary AI-empowered retina-based deep algorithm platform holds a leading position in the industry, making us one of the first to provide AI-empowered retina-based early detection, diagnosis and health risk assessment solutions in China. Our pipeline includes AI-based SaMDs, health risk assessment solutions and compatible AI hardware devices, designed to cater to medical institutions and consumer healthcare environments, based on which we developed an integrated solution that combines both software and hardware components. Additionally, we have launched AI-empowered treatment products targeting myopia, strabismus, and amblyopia in children and adolescents, achieving a one-stop solution that ranging from detection to assessment to treatment. This not only enables us to expand our commercial activities from detection to treatment, but also strengthens our channel management and synergistic effects, which broadens the market coverage of our products, extending beyond the clinical departments of hospitals to serve a wider range of primary healthcare institutions, consumer health environments, and eye health management settings.

Upholding the mission of “Accessible and Affordable to Everyone”, we are steadfast in extending our service sites, enhancing the volume of detections and treatments, and thereby realizing substantial growth in revenue. During the Reporting Period, the number of our active service sites grew from 2,371 to 5,671, representing a year-over-year increase of 139.18%. Through our SaMDs and health risk assessment solutions, we detected 6.83 million cases in 2023, representing a year-over-year increase of 58.1%. Additionally, our revenue increased from RMB113.7 million in 2022 to RMB204.0 million in 2023, representing a year-over-year growth of 79.5%.

### 業務概覽

作為行業先鋒，鷹瞳科技專注於運用人工智能技術為慢性眼底疾病和眼科疾病的早期檢測、診斷以及健康風險評估提供全方位的解決方案，同時也涵蓋近視預防和視力訓練等眼健康管理服務。我們自主研发的人工智能視網膜影像深度算法平台處於行業領先地位，並且是中國首批提供基於該技術的早期檢測、診斷和風險評估服務的公司之一。我們的產品管線包括為醫療機構和大健康領域提供的眼底診斷人工智能SaMD、健康風險評估系統以及相應的智能硬件設備，打造了集軟件和硬件於一體的解決方案。此外，我們還推出了針對兒童和青少年近視及斜弱視問題的人工智能治療產品，實現了從檢測、評估到治療的一站式解決方案。這不僅使我們能夠將商業活動從檢測擴展至治療，還增強了我們的渠道經營及協同效應，擴大了產品的市場覆蓋範圍，不限於醫院臨床科室，還能服務於更廣泛的基層醫療機構、大健康場景和眼健康管理場景。

我們秉承「讓健康無處不在」的使命，不斷拓展服務網點，提升檢測與治療量，並基於此實現規模性的收入增長。在持續優化銷售策略的過程中，報告期內，我們的活躍服務網點從2,371個增加到5,671個，同比增長139.18%。通過SaMD和健康風險評估方案，於2023年我們共檢測了6.83百萬病例，同比增長58.1%。此外，我們的收入也有增長，從2022年的人民幣113.7百萬元增長至人民幣204.0百萬元，增長率達到79.5%。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

Our revenue growth is mainly attributed to the outstanding performance of our three main business pillars: Airdoc Medical, Airdoc Health and Airdoc Eye Health. Specifically, revenue from Airdoc Medical increased from RMB28.2 million to RMB84.6 million, with a growth rate of 200.0%, which was driven by the expansion of our retinal detection services to more hospitals and primary healthcare institutions. Revenue from Airdoc Health grew from RMB41.8 million to RMB44.4 million, with a growth rate of 6.1%, mainly attributable to the increase in revenues generated from sales to pharmaceutical companies and overseas business. Revenue from Airdoc Eye Health rose from RMB43.6 million to RMB75.0 million, with a growth rate of 71.9% stemming from our enhanced coverage of optical chains and persistent efforts in deepening the integration of diagnosis and treatment, which strategically extended our products and services to post-diagnostic treatment. Among the 6.83 million cases detected within the Reporting Period, we identified 31,459 significant positive cases, thereby making a notable contribution to the early detection of severe illness among our vast user base.

During the Reporting Period, our Airdoc-AIFUNDUS (1.0) obtained the certification of the CE MDR, allowing our products to officially enter the markets of 27 EU member states, including Belgium, Germany, Italy and France. At the same time, our AI-FUNDUSCAMERA-P and myopia treatment product won the “Special Commendation Gold Awards” at the Salon International des Inventions de Genève (International Exhibition of Inventions in Geneva) in April 2023, signifying widespread recognition and affirmation of our products among global inventors and professionals. Airdoc-AIFUNDUS (1.0) and AI-FUNDUSCAMERA-P have successfully obtained regulatory approvals and registrations from relevant authorities in various international markets, including Southeast Asia, the Middle East and Africa during the past two years. Specifically, Airdoc-AIFUNDUS (1.0) has received regulatory approvals or registrations in Indonesia, Vietnam, South Africa, Saudi Arabia, the United Arab Emirates and Malaysia, and AI-FUNDUSCAMERA-P has received regulatory approvals or registrations in Indonesia, South Africa, Saudi Arabia, the United Arab Emirates and Thailand.

這一收入增長主要歸功於我們的三大核心業務板塊：鷹瞳醫療、鷹瞳健康和鷹瞳眼健康的出色表現。其中，鷹瞳醫療的收入從人民幣28.2百萬元增長至人民幣84.6百萬元，增長率為200.0%，這主要得益於我們將視網膜檢測業務擴展至更多醫院和基層醫療機構；鷹瞳健康的收入從人民幣41.8百萬元增長至人民幣44.4百萬元，增長率為6.1%，這主要歸因於我們在藥企及海外業務收入的增長；鷹瞳眼健康的收入從人民幣43.6百萬元增長至人民幣75.0百萬元，增長率為71.9%，這來源於我們增強視光連鎖覆蓋範圍，並且不斷深化診療一體化服務，策略性地將產品及服務擴展到檢後治療。在報告期內的6.83百萬檢測病例中，我們識別出31,459例重大陽性案例，為廣大用戶早期發現重症做出了重要貢獻。

在報告期內，我們的Airdoc-AIFUNDUS (1.0)獲得了歐盟醫療器械法規(CE MDR)的認證，這使得我們的產品能夠正式進入包括比利時、德國、意大利、法國等在內的27個歐盟成員國市場。與此同時，我們的AI-FUNDUSCAMERA-P和近視治療產品在2023年4月的日內瓦國際發明展中榮獲「特別表彰金獎」，這標誌著我們的產品在全球發明和專業人士中獲得了廣泛的認可和肯定。Airdoc-AIFUNDUS (1.0)及AI-FUNDUSCAMERA-P在過去兩年中已成功獲得東南亞、中東及非洲等多個國際市場相關機構的監管許可和批准。具體而言，Airdoc-AIFUNDUS (1.0)已獲得印度尼西亞、越南、南非、沙特阿拉伯、阿拉伯聯合酋長國及馬來西亞的監管批准或註冊，且AI-FUNDUSCAMERA-P已獲得印度尼西亞、南非、沙特阿拉伯、阿拉伯聯合酋長國及泰國的監管批准或註冊。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

In addition to recognition previously received from authoritative international medical journals such as The Lancet, JAMA and Science Bulletin, we participated in the development and official release of the Expert Consensus on Assessing Risk of Cardiovascular Disease Using AI Technology Based on Fundus Images Analysis. This expert consensus was jointly formulated by Professional Committee for Health Risk Assessment and Control of the Chinese Preventive Medicine Association, the Cardiovascular Branch of the Chinese Medical Association, and the Health Examination Branch of the China Health Management Association, with the collaboration of over 40 authoritative experts from various disciplines, including cardiology, ophthalmology, health management, public health, and AI. The expert consensus highlights that the technology for assessing cardiovascular disease risk based on AI-based fundus images can be used not only for large-scale population screening and opportunistic screening in clinics, but also for monitoring, evaluating, and providing feedback on the effectiveness of individual cardiovascular disease prevention and intervention measures, as well as for daily monitoring of cardiovascular health. Currently, our fundus cameras can generate various reports according to users' different needs, the advanced version of which can predict up to 55 types of disease risks.

除了先前已經獲得《柳葉刀》、《JAMA》、《Science Bulletin》等國際權威醫學期刊的認可之外，我們參與了《基於眼底圖像應用人工智能技術評估心血管病發病風險的專家共識》的編寫和正式發佈。這份《專家共識》由中華預防醫學會健康風險評估與控制專業委員會、中華醫學會心血管病學分會及中國健康管理協會健康體檢分會組織多學科專家共同制定，攬括了40餘名來自心血管、眼科、健康管理、公共衛生、人工智能等學科的權威專家。這份《專家共識》指出，基於眼底圖像評估心血管病發病風險的技術不僅可用於大規模人群篩查與門診機會性篩查，還可能用於個體心血管病預防干預措施有效性的監測評價與反饋，以及心血管健康的日常監測等。目前，我們的眼底相機根據用戶的不同需求可以生成多種報告，其中高級版能夠預測高達55種不同的疾病風險。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

During the Reporting Period, we took a significant step towards strategic deployment for diagnosis and treatment integration. Specifically, we launched a series of AI-based myopia prevention and control products targeting tessellated fundus, a retinal lesion with highest positive detection rate among the diseases and lesions detected by our products. Targeting the main causes of adolescent myopia and empowered by generative artificial intelligence (“Gen AI”) technology, we developed and launched innovative products and comprehensive solutions in eye distance management and lighting management, encompassing AI-based examination and fitting, AI-based assessment and predictive analysis, and the prevention, correction and control of myopia, and thus effectively achieved the goal of eye health management in terms of myopia prevention and treatment. During the Reporting Period, we also empowered the traditional treatments for strabismus and amblyopia by using our AI technologies and developed AI-based visual training and treatment products for strabismus and amblyopia in children and adolescents, which are increasingly recognized by professional doctors and customers. Furthermore, Airdoc Eye Health is facing strengthened regulatory supervision this year that may lead to a reduction in the number of competitors in a market with tremendous unmet demands, which, in the long run, will be a potential advantage to a company like ours that has more advanced R&D capabilities than the peers.

報告期內，我們向診斷及治療一體化的戰略部署邁出重要一步。即按照檢出率的順序，針對我們產品覆蓋病灶中陽性檢出率排名第一的豹紋狀眼底，推出了一系列的近視防控AI產品，針對青少年近視發生的主要原因，通過生成式人工智能（「Gen AI」）技術賦能，在用眼距離管理、光線管理等方面相繼研發推出創新產品和綜合解決方案，從AI檢查驗配、AI評估與預測分析，到近視的預防、矯正和控制，真正有效地實現近視的防控和治療的眼健康管理效能。於報告期內，我們利用人工智能技術賦能斜視及弱視的傳統治療方法，開發了針對兒童青少年斜視及弱視的視覺訓練AI治療產品，受到專業醫生及客戶的日益認可。此外，鷹瞳眼健康業務今年面臨著更為嚴格的監督監管，這可能會導致剛需尚未得到滿足的廣闊市場中競爭對手數量減少，從長遠來看，對於像我們這樣擁有比同行更為先進的研發能力的公司而言，這將是一個潛在優勢。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論與分析

### 1. Our Portfolio

To address the largely unmet medical needs for early detection and diagnosis of chronic diseases and fundus complications, we developed our AI-empowered retina-based early detection, diagnosis and health risk assessment solutions potentially capable of covering a wide range of diseases and lesions. Our portfolio includes Retinal AI products, which encompasses SaMDs for detection and diagnosis, health risk assessment solutions, and proprietary AI-empowered hardware devices, forming an integrated solution of AI-based software and hardware. Meanwhile, to achieve our second strategic curve — from detection to integrated diagnosis and treatment, we introduced AI-based myopia prevention and control products and AI-based visual training products during the Reporting Period. The following diagram sets forth key details of our portfolio as of the date of this report:

### 1. 我們的產品組合

為解決慢性疾病及眼底併發症的早期檢測及診斷的巨大醫療需求缺口，我們開發了人工智能視網膜影像識別的早期檢測、診斷及健康風險評估解決方案，有望涵蓋廣泛的疾病及病灶。我們的產品組合包括眼底視網膜AI，其中涵蓋用於檢測和診斷的軟件醫療器械、健康風險評估解決方案以及專有人工智能硬件設備，形成一個基於人工智能的軟件及硬件一體化的解決方案。同時，為了實現從檢測到診療一體化業務的第二曲線戰略，我們在報告期內推出了近視防控AI產品和視覺訓練AI產品，下圖載列截至本報告日期我們產品組合的主要詳情：

Product Type 產品類型	Product 產品	Indication 適應症	Class of Medical Device 醫療器械類別	R&D Stage 研發階段		Registration Stage 註冊階段			Expected timeline for the next milestone 下一個里程碑的預期時間表	NMPA Registration Certificate Application 國家藥監局註冊及申請情況				
				Early Stage of Development* 開發初期*	Late Stage of Development* 開發後期*	Registrational Trial 註冊實驗	NMPA Submission 向國家藥監局提交申請	NMPA Approval 國家藥監局批准						
SaMDs for Detection and Diagnosis 用於檢測和診斷的SaMD	Airdoc AIRLUNDUS	Ver. 1.0 1.0版本	Diabetic retinopathy 糖尿病視網膜病變	Class III 第三類	→						Approved in August 2020 2020年8月獲批			
		Hypertensive retinopathy 高血壓性視網膜病變	Class III 第三類	→										
		Retinal vein occlusion 視網膜靜脈阻塞	Class III 第三類	→						To apply in Q4 2024 2024年第四季申請				
		AMD 年齡相關性黃斑變性	Class III 第三類	→										
	Ver. 2.0 2.0版本	Pathological myopia 病理性近視	Class III 第三類	→										
		Retinal detachment 視網膜脫離	Class III 第三類	→						Q2 2025 2025年第二季度				
	Other individual products 其他獨立產品	Glaucoma detection 青光眼檢測	Class II 第二類	→						Approved in June 2020 2020年6月獲批				
			Cataracts detection 白內障檢測	Class II 第二類	→						Approved in January 2022 2022年1月獲批			
		Strabismus and amblyopia 斜視、弱視	Class II 第二類	→						Approved in October 2020 2020年10月獲批				
			Other products* 其他產品*	Class II 第二類	→									
Health Risk Assessment Solutions* 健康風險評估方案* (HRAS)				R&D Stage 研發階段		Registration Stage 註冊階段			Commercialization Stage 商業化階段	Commercialization				
				Early Stage of Development* 開發初期*	Late Stage of Development* 開發後期*	Registrational Trial 註冊實驗	NMPA Submission 向國家藥監局提交申請	NMPA Approval 國家藥監局批准						
				55 types of lesions and diseases* 55種病灶和疾病*	→									
				ICVD (prediction) ICVD (預測)	→									
				Retinal vein occlusion (prediction) 視網膜靜脈阻塞 (預測)	→									
				Dementia 痴呆症	→									
				Hypertension 中風風險	→									
				Parkinson's disease 帕金森病	→									
				Alzheimer's disease 癡呆症	→									
				Diabetic nephropathy 糖尿病腎病	→									
Phenytoin-induced hypertension syndrome (oculoplethysmography prediction) 孕高症 (子癲癇)	→													
Proprietary Hardware Device 自研硬件設備				R&D Stage 研發階段		Registration Stage 註冊階段			Expected timeline for the next milestone 下一個里程碑的預期時間表	NMPA Registration Certificate Application 國家藥監局註冊及申請情況				
				Early Stage of Development* 開發初期*	Late Stage of Development* 開發後期*	Registrational Trial 註冊實驗	NMPA Submission 向國家藥監局提交申請	NMPA Approval 國家藥監局批准						
				AI-FUNDUSCAMERA-P	Class II 第二類	→						Approved in March 2021 2021年3月獲批		
				AI-FUNDUSCAMERA-D	Class II 第二類	→						Approved in July 2022 2022年7月獲批		
				AI-FUNDUSCAMERA-M	Class II 第二類	→						Have applied in Q4 2023 2023年第四季申請		
Myopia light therapy device 近視光線治療儀	Class II 第二類	→						First approved in July 2018 2018年7月首次獲批						
Myopia light therapy device 近視光線治療儀	Class III 第三類	→												

Source: presentation  
來源：招股書

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Notes:

1. Early stage of development denotes the process of data collection, data labelling and model training.
2. Late stage of development denotes the process of data supplementation, algorithm training iteration and algorithm validation.
3. No regulatory approval or registration is required for the sale of our health risk assessment solutions in consumer healthcare and eye health environments.
4. During the Reporting Period, we offer health risk assessment solutions with the ability to detect risk indicators, including risk assessments of retinal abnormalities, retinal vascular diseases, vitreous abnormalities, retinal tumors, optic nerve pathologies, macular diseases, congenital anomalies of the retina, cardiovascular disease and anemia.
5. Early stage of development denotes the process of product planning, product definition, engineering verification and design verification.
6. Pilot production denotes the process of production verification.
7. Other individual products include five other SaMDs designed for the detection and auxiliary diagnosis of diseases and lesions, covering ICVD and ASCVD, gestational diabetic retinopathy, gestational hypertensive retinopathy, papilledema intracranial hypertension retinopathy and anemia.

#### *Retinal AI*

##### *SaMDs for Detection and Auxiliary Diagnosis*

We have Airdoc-AIFUNDUS, our in-house developed Core Product, and a pipeline of several other in-house developed individual SaMDs in our SaMD portfolio.

#### 註釋：

1. 開發初期指數據收集、數據標記及模型訓練過程。
2. 開發後期指數據補充、算法訓練迭代及算法驗證過程。
3. 在大健康和眼健康場景中，銷售我們的健康風險評估解決方案無需獲得監管批准或註冊。
4. 於報告期內，我們提供具有檢測健康風險指標能力的健康風險評估解決方案，包括對視網膜異常、視網膜血管異常、玻璃體異常、視網膜腫瘤、視神經病變、黃斑病變、先天性視網膜異常、心血管異常及貧血症進行的風險評估。
5. 開發初期指產品規劃、產品定義、工程驗證及設計驗證過程。
6. 試點生產指生產驗證過程。
7. 其他獨立產品包括其他五款SaMD旨在檢測及輔助診斷疾病及病灶，涵蓋了ICVD及ASCVD、妊娠期糖尿病視網膜病變、妊娠期高血壓性視網膜病變、顱內高壓相關視乳頭水腫視網膜病變及貧血症。

#### *眼底視網膜AI*

##### *用於檢測及輔助診斷的SaMD*

我們的SaMD產品組合中包含Airdoc-AIFUNDUS，即我們自主研发的核心產品，以及若干款其他自主研发的獨立SaMD。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Airdoc-AIFUNDUS — Our Core Product

Our Airdoc-AIFUNDUS is an AI-based SaMD that uses sophisticated deep learning algorithms to accurately detect and diagnose chronic diseases from retinal images. We developed Airdoc-AIFUNDUS based on our proprietary AI-empowered retina-based early detection, diagnosis and health risk assessment technology platform, which is driven by deep learning technologies and fully validated in terms of scientific theory, clinical trial data and clinical pathway.

We have three versions of Airdoc-AIFUNDUS. Our Airdoc-AIFUNDUS (1.0) is the first AI-empowered retina-based auxiliary diagnosis product that obtained the Class III medical device certificate from the NMPA for assisting physicians in medical institutions with detecting and diagnosing diabetic retinopathy. In our multi-center clinical trial with 1,000 enrolled patients, our Airdoc-AIFUNDUS (1.0) demonstrated an industry-leading sensitivity of 91.8% and specificity of 93.1%. Moreover, our Airdoc-AIFUNDUS (1.0) is widely compatible with most fundus cameras on the market, which enables us to be well-positioned to capture the significant market opportunity. With diabetic retinopathy being the most common diabetes complication, we have marketed our Airdoc-AIFUNDUS (1.0) to the departments of endocrinology, ophthalmology and physical examination in hospitals.

#### Airdoc-AIFUNDUS — 我們的核心產品

我們的Airdoc-AIFUNDUS為一款人工智能SaMD，它使用複雜的深度學習算法通過視網膜影像準確地檢測及診斷慢性疾病。利用我們獨有的基於人工智能視網膜影像識別的早期檢測、診斷及健康風險評估技術平台，我們開發了Airdoc-AIFUNDUS，該產品由深度學習技術驅動並在科學理論、臨床試驗數據及臨床路徑方面都得到了充分驗證。

我們擁有三個版本的Airdoc-AIFUNDUS。我們的Airdoc-AIFUNDUS (1.0)是首個獲得國家藥監局第三類醫療器械註冊證書的人工智能視網膜影像識別輔助診斷產品，協助醫療機構的醫生檢測及診斷糖尿病視網膜病變。在我們招募1,000名患者的多中心臨床試驗中，我們的Airdoc-AIFUNDUS (1.0)顯示出行業領先的91.8%的靈敏度及93.1%的特異度。此外，我們的Airdoc-AIFUNDUS (1.0)可廣泛兼容市面上的大多數眼底相機，從而使我們可以更好地抓住重要的市場機會。糖尿病視網膜病變為最常見的糖尿病併發症之一，我們向醫院的內分泌科、眼科及體檢科室推銷Airdoc-AIFUNDUS (1.0)。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

Airdoc-AIFUNDUS (2.0) is designed for the auxiliary diagnosis of hypertensive retinopathy, retinal vein occlusion and AMD. Upon completion of the entire process of clinical trial in the third quarter of 2022, we have applied to the NMPA for registration approval for the new indications in the fourth quarter of 2022. After obtaining the registration approval of new indications, we plan to market our Airdoc-AIFUNDUS (2.0) to the departments of cardiology and neurology in addition to the departments in hospitals mentioned above and promote it to patients with high blood pressure or at high risk of retinal vein occlusion.

Airdoc-AIFUNDUS (3.0) is designed for the auxiliary diagnosis of pathological myopia and retinal detachment to address the increasing myopia and vision problems in China, especially in younger generations.

#### Glaucoma Detection SaMD

Our glaucoma detection SaMD is used to process and analyze fundus images to detect glaucoma by measuring the CDR of the optic disc. Featuring high accuracy, objectivity and efficiency, our glaucoma detection SaMD allows an editable and traceable analysis process while enabling physicians to rely less on experience and training to generate the CDR in early detection of glaucoma. We received a Class II medical device registration certificate for our glaucoma detection SaMD from the Shanghai branch of the NMPA in June 2020.

Airdoc-AIFUNDUS (2.0)旨在輔助診斷高血壓性視網膜病變、視網膜靜脈阻塞及AMD。我們已於2022年第三季度完成臨床試驗的全部流程，於2022年第四季度向國家藥監局已經申請新適應症的註冊批准。獲得新適應症註冊批准後，除上述醫院科室外，我們還計劃向心臟科及神經科科室推銷我們的Airdoc-AIFUNDUS (2.0)，向患有高血壓或視網膜靜脈阻塞高風險患者推廣銷售該產品。

Airdoc-AIFUNDUS (3.0)旨在輔助診斷病理性近視及視網膜脫落，以解決中國日益增多的近視及視力問題，尤其是在年輕群體中的這些問題。

#### 青光眼檢測SaMD

我們的青光眼檢測SaMD用於處理及分析眼底影像，從而通過測量視盤的CDR來檢測青光眼。我們的青光眼檢測SaMD擁有高準確性、客觀性和高效率的特點，分析過程可編輯可追溯，同時可以讓醫生在青光眼的早期診斷中較少依賴經驗和培訓來生成CDR。我們已於2020年6月就青光眼檢測SaMD取得上海市藥監局的第二類醫療器械註冊證書。

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#### Cataracts Detection SaMD

Our cataracts detection SaMD is designed to detect cataracts by measuring the color value of the eye lens. Our cataracts detection SaMD can help ophthalmologists conveniently detect cataracts in a more standardized and scalable way and facilitate the process of grading cataracts in an accurate and objective fashion. We received a Class II medical device registration certificate for our cataracts detection SaMD from the Shanghai branch of the NMPA in January 2022.

#### Other SaMDs for Detection and Diagnosis

We are developing five other SaMDs designed for the detection and auxiliary diagnosis, covering ICVD and ASCVD, gestational diabetic retinopathy, gestational hypertensive retinopathy, papilledema intracranial hypertension retinopathy and anemia based on our AI-empowered retina-based early detection, diagnosis and health risk assessment technology platform.

#### Health Risk Assessment Solutions

As chronic disease prevalence in China continues to rise, people's health awareness as well as the need for health risk assessment are also rapidly growing. To capture this massive market opportunity, we develop our AI-empowered retina-based health risk assessment solutions that provide end users with basic health assessment and detect risk indicators, including retinal abnormalities, retinal vascular diseases, vitreous abnormalities, retinal tumors, optic nerve pathologies, macular diseases, congenital anomalies of the retina, cardiovascular diseases and anemia. Targeting a wide range of business settings that act as entry points of daily health monitoring and eye health management, we customize our health risk assessment solutions to cater to their unique needs raised in different healthcare environments. With our health risk assessment solutions currently covering 55 types of

#### 白內障檢測SaMD

我們的白內障檢測SaMD旨在通過測量眼睛晶狀體的色值來檢測白內障。我們的白內障檢測SaMD可以幫助眼科醫生以更加標準化和可擴展的方式方便地檢測白內障，並以準確客觀的方式讓白內障分級的過程更方便。我們於2022年1月就白內障檢測SaMD取得上海市藥監局的第二類醫療器械註冊證書。

#### 其他用於檢測及診斷的SaMD

基於人工智能視網膜影像識別早期檢測、輔助診斷及健康風險評估技術平台，我們正在開發其他五款SaMD旨在用於檢測及輔助診斷ICVD及ASCVD、妊娠期糖尿病視網膜病變、妊娠期高血壓性視網膜病變、顱內高壓相關視乳頭水腫視網膜病變及貧血症。

#### 健康風險評估解決方案

隨著國內慢性疾病發病率持續攀升，人們的健康意識以及對健康風險評估的需求都在迅速提高。為了抓住這個巨大的市場機會，我們開發了基於人工智能視網膜影像識別技術的健康風險評估解決方案，向終端用戶提供基本的健康評估並檢測風險指標，包括視網膜異常、視網膜血管異常、玻璃體異常、視網膜腫瘤、視神經病變、黃斑病變、先天性視網膜異常、心腦血管異常及貧血症。針對各類承擔起日常健康管理和眼健康管理入口角色的商業場景，我們提供定制化的健康風險解決方案，以滿足不同醫療健康場景下的獨特需求。我們現有的健康風險評估解決方案覆蓋55種病灶

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lesions and diseases, we market it to various types of healthcare providers, which primarily include health checkup centers, insurance companies, optometry centers and pharmacies. We also plan to expand the coverage of diseases and lesions of our health risk assessment solutions to include hyperthyroidism, Parkinson's disease, atrial fibrillation, diabetic nephropathy and pregnancy-induced hypertension syndrome (eclampsia prediction), among others.

#### *Proprietary AI-empowered Hardware Devices*

We have three in-house developed fundus cameras that are compatible with our auxiliary diagnosis SaMDs and health risk assessment solutions, enabling us to provide integrated healthcare solutions that combine hardware and software. Together with our software products, our hardware devices are powered by on-device AI technologies such as speech recognition, speech synthesis, computer vision and large models, and can successfully address pain points of existing fundus cameras on the market at a fraction of the cost.

#### **AI-FUNDUSCAMERA-P**

Our AI-FUNDUSCAMERA-P is a portable, automatic and self-service fundus camera that can easily apply to any healthcare environments, which is a breakthrough innovation from existing fundus cameras. Our products are operator-free and can complete the retinal image capture automatically while traditional fundus cameras require professionals to operate. We received a Class II medical device certificate from the Shanghai branch of the NMPA for our AI-FUNDUSCAMERA-P in March 2021 and had commenced commercialization since then.

和疾病風險，銷售給各類醫療健康供應商，主要包括體檢中心、保險公司、視光中心及藥房。我們還計劃擴大健康風險評估解決方案的疾病及病灶覆蓋範圍，增加甲狀腺機能亢進、帕金森氏症、房顫、糖尿病腎病、孕高症（子癇預測）等相關風險。

#### *獨有的人工智能硬件設備*

我們擁有三款自主研發的可適配我們輔助診斷 SaMD 及健康風險評估解決方案的眼底相機，從而使我們可以提供硬件和軟件相結合的醫療健康服務整體解決方案。配合我們的軟件產品，我們的硬設備由設備內置的人工智能技術驅動，例如語音識別、語音合成及計算機視覺和大模型，可以更低的成本成功解決市場上現有眼底相機的痛點。

#### **AI-FUNDUSCAMERA-P**

我們的 AI-FUNDUSCAMERA-P 是一款便攜、自動及自助的眼底相機，可以方便用於任何醫療健康場景，是對現有眼底相機的突破性創新。我們的產品無需操作人員，能夠自動完成視網膜影像採集，而傳統眼底相機則需專業人士操作。我們的 AI-FUNDUSCAMERA-P 於 2021 年 3 月獲得上海市藥監局第二類醫療器械證書，並自那時起開始商業化。



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#### AI-FUNDUSCAMERA-D

Our AI-FUNDUSCAMERA-D is a fully automatic and fully self-service desktop fundus camera with comparable image quality but significantly lower costs than traditional high-end desktop fundus cameras. Its infrared imaging and low-light enhancement technologies facilitate the capture of high-quality images. We received the Class II medical device registration certificate for our AI-FUNDUSCAMERA-D from the Shanghai branch of the NMPA in July 2022. We kick-started the commercialization of our desktop version in various healthcare environments to meet the customer's needs for large-sized fundus cameras.

#### AI-FUNDUSCAMERA-M

Our AI-FUNDUSCAMERA-M is a multimodal health scanner integrated with more biosensors that not only enable it to capture retinal images but also allow for the possibility to obtain other physiological data. The collection of multimodal physiological data serves as the foundation of our AI-based health risk assessment solutions. We completed product development at the end of 2023.

#### Myopia Prevention and Control AI

In the field of myopia prevention and control, we have introduced a series of AI-empowered therapeutic products that offer more effective prevention and management measures for myopia in children and adolescents. Our myopia treatment product employs light management technology to safely and quickly prevent and control myopia by controlling the growth of the eye axis, thereby mitigate the progression of myopia. This device has been registered as a Class II medical device and has received widespread recognition among the medical community and consumers for its significant treatment effects. This innovative product won the "Special Commendation Gold Awards" at the Salon International des Inventions de Genève (International Exhibition of Inventions in Geneva) in 2023. In accordance with the requirements of the NMPA, our AI-based myopia prevention and

#### AI-FUNDUSCAMERA-D

我們的AI-FUNDUSCAMERA-D是一款全自動自助的台式眼底相機，其影像質量可比擬傳統高端台式眼底相機，但成本卻大幅低於傳統高端台式眼底相機。其紅外影像及弱光增強技術便於捕捉高質量圖像。我們的AI-FUNDUSCAMERA-D於2022年7月獲得上海市藥監局第二類醫療器械註冊證書。我們將在多類醫療健康場景中開始我們台式版本的商業化，以滿足客戶對大型眼底相機的需求。

#### AI-FUNDUSCAMERA-M

我們的AI-FUNDUSCAMERA-M是一款整合了更多生物傳感器的多模態健康掃描儀，它不僅可以捕捉視網膜影像，還可能用以獲取其他生理數據。收集多模態生理數據是我們的人工智能健康風險評估解決方案的基礎。我們於2023年底完成了產品研發。

#### 近視防控AI

在近視防控的領域，我們推出了由AI賦能的治療類產品系列，為兒童青少年提供了更有效的近視預防和管理方法。我們的近視治療產品採用光線管理技術，能夠安全且快捷地防控近視，控制眼軸的增長，從而緩解近視的加深。此設備已通過醫療器械二類認證，並在醫學界和消費者中獲得了廣泛認可，其治療效果顯著。這一創新產品在2023年度日內瓦國際發明展上榮獲「特別表彰金獎」。根據國家藥監局的要求，

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control product is currently undergoing the process of upgrading from Class II medical device certification to Class III medical device certification. We are committed to long-termism and professional dedication in improving our products and product registration.

#### Visual Training AI

Our AI-based visual training product has been registered as a Class II medical device and can be widely used in hospitals for the treatment of strabismus and amblyopia. The product includes a comprehensive range of visual training programs, such as stimulation training, precision training, binocular visual training, fusion training and stereoscopic visual training, fully supporting all stages of strabismus and amblyopia treatment, aiming to enhance patients' visual functions. We provide treatments in both hospital and home settings, achieving seamless integration between the two and significantly enhancing the convenience of patient training.

To date, we have developed a product line that includes various visual function examination and training systems, and launched nearly 500 types of training content. Our products emphasize multimedia digital therapy, which is not only engaging but also continuously updated and upgraded. Based on the latest AI technology, we can tailor personalized training programs for each patient. Long-term training practice has proven that our patients can maintain high treatment compliance, which significantly improves the treatment outcomes.

**WARNING UNDER RULE 18A.08(3) OF THE LISTING RULES: WE MAY NOT BE ABLE TO ULTIMATELY DEVELOP AND MARKET OUR CORE PRODUCT, AIRDOC-AIFUNDUS.**

我們的近視防控AI產品正在進行由二類醫療器械認證升級為三類醫療器械資質的過程，我們會秉承長期主義和專業精神做好產品和註冊。

#### 視覺訓練AI

我們研發的視覺訓練AI產品已獲得二類醫療器械註冊認證，可廣泛應用於醫院治療斜弱視的場合。該產品包含了一系列全面的視覺訓練方案，如刺激訓練、精細訓練、同時視訓練、融合訓練及立體視訓練等，全面支持斜弱視治療的各個階段，旨在提高患者的視覺功能。我們提供的治療方式分為到院訓練和家庭訓練兩種，實現醫院與家庭的無縫對接，極大提升了患者訓練的便捷性。

截至目前，我們已開發出包括各類視功能檢查和訓練系統在內的產品線，並推出了近500種訓練內容。我們的產品主打多媒體數字化治療，不僅趣味性強，而且會持續進行更新升級。基於最新的人工智能技術，我們能為每位患者量身定製個性化的訓練方案。長期的訓練實踐證明，我們的患者能保持較高的治療依從性，顯著提升了治療效果。

上市規則第18A.08(3)條規定的警示聲明：我們可能最終無法開發及銷售我們的核心產品AIRDOC-AIFUNDUS。

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#### 2. Our R&D and Technologies

According to the “China Cardiovascular Health and Disease Report 2022”, cardiovascular disease is the “number one killer” in China, accounting for 48% of fatalities in urban area. On July 1, 2023, the Expert Consensus on Assessing Risk of Cardiovascular Disease Using Artificial Intelligence Technology Based on Fundus Images was officially released. This expert consensus was jointly formulated by the Professional Committee for Health Risk Assessment and Control of the Chinese Preventive Medicine Association, the Cardiovascular Branch of the Chinese Medical Association, and the Health Examination Branch of the China Health Management Association, with the collaboration of multidisciplinary experts. We also participated in the development and official release of this expert consensus. The expert consensus introduces that traditional methods for assessing risk of cardiovascular disease require prior collection of health-related information such as blood pressure and lipids, followed by the application of regression models to calculate the risk of cardiovascular disease. Compared with ICVD diagnosis methods, the method for assessing the risk of cardiovascular disease using AI-based fundus images has several advantages such as real-time assessment, non-invasiveness, ease of operation, and low cost.

#### 2. 我們的研發及技術

根據《中國心血管健康與疾病報告2022》，心腦血管疾病是中國的「頭號殺手」，佔城市死亡人數的48%。2023年7月1日，《基於眼底圖像應用人工智能技術評估心血管病發病風險的專家共識》正式發佈，此《專家共識》由中華預防醫學會健康風險評估與控制專業委員會、中華醫學會心血管病分會、中國健康管理協會健康體檢分會聯合多學科專家共同制定，本公司亦參與其中。《專家共識》介紹，傳統的心血管病發病風險評估方法需要事先採集血壓、血脂等健康相關信息，之後應用回歸模型計算心血管病發病風險。與ICVD（缺血性心血管疾病）診斷方法相比，基於眼底圖像應用人工智能（AI）技術評估心血管病發病風險的方法具有即時、無創、易操作、成本低等優點。



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It's proven by research results that the AI algorithm model developed by our Company demonstrated excellent performance. In internal validation (by 20,571 individuals), the algorithm estimated the Receiver Operating Characteristic (ROC) curve and AUC of the populations with a critical/medium-level and above ICVD risk ( $\geq 5\%$ / $\geq 7.5\%$ ) during the 10-year ICVD risk screening to be 0.971 (95% CI: 0.967–0.975) and 0.976 (95% CI: 0.973–0.980), respectively. In external validation conducted among middle-aged and elderly people in the community (aged 45–75), the corresponding correlation coefficient was 0.80, with an AUC of 0.86 (95% CI 0.82~0.90).

In 2023, the National Health Commission released the “Notice on Promoting the Prevention and Treatment of Dementia in the Elderly (2023–2025)”, which emphasized the importance of conducting screenings, referrals and intervention services for cognitive functions in the elderly, based on local realities in areas where conditions allow, to increase the prevention and treatment rate of elderly dementia. This measure aims to reduce or delay the incidence of dementia through early screening, early detection and early intervention. In active response to this policy, we plan to invest more resources in identifying diseases related to aging. We have partnered with Peking University to explore methods for early detection of dementia. Our AI-empowered fundus camera can screen for dementia in a faster, non-invasive, convenient and economical way, boasting broad commercial prospects and the potential to benefit more community residents. Early detection of dementia not only helps reduce medical costs, but also alleviates the social burden.

研究成果證實，我們研發的AI算法模型性能表現優異。在內部驗證（20,571人）中，該算法估算10年ICVD風險篩查臨界/中等及以上（ $\geq 5\%$ / $\geq 7.5\%$ ）ICVD風險人群的受試者工作特徵曲線(ROC)和AUC分別為0.971（95% CI:0.967–0.975）和0.976（95% CI:0.973–0.980）。在社區中老年人群（45–75歲）進行的外部驗證中，相應的相關系數為0.80，AUC為0.86（95% CI 0.82~0.90）。

國家衛健委2023年發佈了《關於開展老年痴呆防治促進行動（2023–2025年）的通知》，其中強調了在有條件的地區結合當地實際情況，開展老年人認知功能的篩查、轉診和干預服務，以提高老年痴呆的診治率。這一措施旨在通過早期篩查、早期發現和早期干預來降低或延緩老年痴呆的發病率。為積極響應這一政策，我們計劃投入更多資源來識別與老齡化相關的疾病。我們與北京大學展開了合作，致力於探索如何早期發現痴呆症的方法。我們的人工智能眼底相機能夠以更快捷、無創傷、便利及經濟的方式進行痴呆症的篩查，這一技術的商業化前景廣闊，並有望惠及更多的社區居民。老年痴呆的早期檢測不僅有助於降低醫療成本，也能減輕社會負擔。

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During the Reporting Period, our technology aided in the early screening and treatment of Alzheimer's Disease ("AD"). China Life Property & Casualty Insurance launched the first specific disease insurance product in China that can be purchased even by individuals who have been diagnosed with AD. This product includes our AI-based retinal screening service as a value-added service, providing the insured population with an assessment of risk of AD and enabling timely intervention and health management, thereby offering a new health protection solution.

As the aging population increases, the incidence of AMD is rising year by year, posing a significant threat to people's visual health. In June 2023, we collaborated with Beijing Tsinghua Changgung Hospital affiliated to Tsinghua University and jointly developed and validated a new deep learning-based neovascular segmentation model. This model automatically and accurately identifies CNV in the macular region from OCTA images with superior performance compared to previous models. This is of crucial importance for quantitative measurement of CNV and analysis of AMD condition in our subsequent studies. The research findings were published in the *Journal of Big Data*, a top journal in the field of data science.

In August 2023, we jointly developed and validated a deep learning model with Beijing Tongren Hospital affiliated to the Capital Medical University, Beijing Friendship Hospital affiliated to the Capital Medical University, and iKang, capable of screening for hyperthyroidism through fundus images. The relevant research results have been published in the *Journal of Big Data*, a top journal in the field of data science. This study is the first worldwide to diagnose hyperthyroidism using a non-invasive method instead of blood biochemical tests and systemic biomarkers. It is also the first to use AI to assess the relationship between retinal characteristics and hyperthyroidism, revealing the potential for automated screening for thyroid disease based on fundus images.

在報告期內，我們的技術助力了阿爾茨海默病（「AD」）的早期篩查和治療。中國人壽財險推出了國內首個即使已患阿爾茨海默病也可投保的專病保險產品，該產品將我們的視網膜AI篩查服務作為一項增值服務包含其中。這為投保人群提供了對阿爾茨海默病患病風險的評估，並能夠及時進行干預和健康管理，從而提供了一個全新的健康保障方案。

隨著人口老齡化加劇AMD患病率逐年上升，給人們的視力健康帶來巨大威脅。2023年6月，我們與清華大學附屬北京清華長庚醫院聯合研發並驗證了一種新的基於深度學習的新生血管分割模型，實現了在OCTA圖像中自動、準確識別出黃斑區脈絡膜新生血管(choroidal neovascularization, CNV)，且相比以往模型表現更為優異。這對於後續研究的CNV量化和AMD情況的分析至關重要，相關研究成果發表在數據科學領域頂級期刊《*Journal of Big Data*》中。

2023年8月，我們與首都醫科大學附屬北京同仁醫院、首都醫科大學附屬北京友誼醫院、愛康集團聯合研發並驗證了一種深度學習模型，能夠通過視網膜眼底彩照篩查甲狀腺功能亢進。相關研究成果已在數據科學領域頂級期刊《*Journal of Big Data*》發表。該研究是全球首個採用無創方法，而不是血液生化檢查和系統生物標誌物來診斷甲狀腺功能亢進的研究，同時也是首個基於人工智慧評估視網膜特徵與甲狀腺功能亢進關係的研究，研究結果揭示了基於眼底照片自動篩查甲狀腺疾病的可能性。



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### 管理層討論與分析

In October 2023, MICCAI 2023, the internationally-recognized most influential academic conference in the field of medical image analysis, was held in Vancouver, Canada. Our eight papers were accepted by MICCAI, one of which was presented as an oral presentation at the conference. The eight selected papers, completed by our Airdoc-Monash Research Centre, cover multiple hot research areas in AI, including retinal disease identification, skin disease recognition and brain imaging. These achievements have been or will be widely applied in clinical and research projects in hospitals, fully demonstrating our comprehensive and outstanding innovation capability in the field of medical AI.

With technological advancement and the rise of online education, children's screen time on mobile devices has significantly increased, leading to younger ages of myopia onset. This has prompted us to focus on the prevention and control of myopia in children and adolescents. Utilizing our AI-based optical technology, we launched new AI-based myopia prevention and control and visual training products during the Reporting Period, and participated in developing China's first standard for far-vision technology, "Technical Specifications for Desktop Far-vision Electronic Display Devices" (T/ZSA209-2023), which was implemented on December 27, 2023. This standard is crucial for ensuring the effectiveness and safety of far-vision products in protecting vision and has promoted the standardized and healthy development of the far-vision myopia prevention industry. Beijing Nedjia Display Technology Co., Ltd., the China National Institute of Metrology, Jiangxi Provincial Optical Product Quality Supervision and Inspection Center, Wenzhou Medical University Eye Hospital and Beijing Institute of Technology, among others, also participated in the development of this standard.

2023年10月，醫學圖像分析領域國際公認的最具影響力的學術會議——MICCAI 2023在加拿大溫哥華舉辦，我們有八篇論文被MICCAI收錄，其中1篇Oral論文在大會展示。本次入選的八篇論文，由我們莫納什研發中心（Airdoc-Monash Research Centre）完成，涵蓋了視網膜疾病識別、皮膚病識別以及腦影像等多個人工智能熱點研究領域，各項成果已經或將廣泛應用在醫院臨床與科研項目中，這也充分體現了我們在醫療人工智能領域全面而卓越的創新能力。

隨著技術進步和在線教育的興起，兒童在移動設備上的使用時間大幅增加，導致近視發病年齡越來越早。這促使我們專注於兒童和青少年的近視預防和控制。運用我們的人工智能光學技術，我們在報告期內推出了新的近視防控AI和視覺訓練AI產品，並參與制定了中國首個視遠像技術標準《桌面視遠式電子顯示設備技術規範》(T/ZSA209-2023)，該標準於2023年12月27日實施。這一標準對確保遠像產品在保護視力方面的有效性和安全性至關重要，並促進了遠像近視防控行業的規範化健康發展。北京耐德佳顯示技術有限公司、中國計量科學研究院、江西省光學產品質量監督檢驗中心、溫州醫科大學眼視光醫院和北京理工大學等單位共同參與了這一標準的制定。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

Our AI-FUNDUSCAMERA-M has completed its development phase and is now applying for registration for its new version, which will enable the inclusion of additional modules for diagnosing different types of potential diseases. This product is expected to be a new breakthrough for our fundus camera lineup, allowing for our detection of a broader range of diseases.

During the Reporting Period, we were granted 87 new patents, including 42 inventions, 29 utility models, and 16 appearance designs. To date, we have 230 patents, including 108 inventions, 56 utility models, and 66 appearance designs. We also possess 82 software copyrights.

### 3. Commercialization Development

Our portfolio of Retinal AI products, based on AI-empowered retina-based technology, provides early detection, diagnosis and health risk assessment solutions with the potential to cover a wide range of application scenarios and multiple chronic diseases. Our AI-based myopia prevention and control products and AI-based visual training products, combined with Retinal AI, synergistically empower the formation of an integrated AI-empowered diagnostic and therapeutic eye health solution for all age groups throughout their lifetime. This solution ranges from AI-based examination and fitting to AI-based assessment and predictive analysis to the prevention, correction and control of myopia, as well as AI-based strabismic and amblyopic visual training. Given the diverse range of healthcare scenarios in which our products can be applied to, we have developed a flexible and multi-channel sales and marketing strategy to cover various commercialization pathways in medical institutions, consumer healthcare environments and eye health management settings.

我們AI-FUNDUSCAMERA-M完成了研發階段，正在申請註冊至其全新版本，該產品將能夠納入額外模塊，用於診斷不同類型的潛在疾病。該產品預期將成為我們眼底相機的全新突破，將使我們能夠對更廣泛的疾病進行檢測。

報告期內，我們獲得87項新專利，包括42項發明、29項實用新型及16項外觀設計。迄今為止，我們擁有專利230項，其中發明108項、實用新型56項及外觀設計66項，亦擁有82項軟件版權。

### 3. 商業化發展

我們的眼底視網膜AI產品組合基於人工智能視網膜影像識別技術，提供早期檢測、診斷及健康風險評估解決方案，有潛力覆蓋廣泛的應用場景及多種慢性疾病；近視防控AI及視覺訓練AI產品與眼底視網膜AI相結合，聯動賦能，形成了從AI檢查驗配、AI評估與預測分析，到近視的預防、矯正和控制，以及斜、弱視AI視覺訓練，這樣的一體化AI賦能診療的全年齡段全生命周期的眼健康解決方案。由於多種醫療健康場景均可使用我們的產品，我們開發出了一套靈活、多渠道的銷售及營銷策略以涵蓋醫療機構、大健康場景及眼健康管理場景的多種商業化管道。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

During the Reporting Period, our customer count increased from 397 in 2022 to 673 in 2023, and the number of active service sites using our SaMDs and health risk assessment solutions grew from 2,371 to 5,671, representing a 139.18% increase year-over-year. During our provision of SaMDs or health risk assessment solutions, we charge our customers on a pay-per-use basis based on the actual amount of testing services we provided. For the Reporting Period, we charged an average of RMB22.60 per use, which is calculated by dividing our revenue from the provision of AI-based software solutions by the uses, representing a year-over-year increase of 11.3% from RMB20.30 per use for the same period in 2022. Our gross margin increased from 49.1% in 2022 to 61.4% in 2023, reflecting our continuous efforts in improving performance while striving to enhance profitability.

During the Reporting Period, we launched AI-empowered Airdoc Eye Health business, relevant products of which can detect over 30+ eye health risks, including vascular, neural, hemorrhages, plaques and other abnormal manifestations. Through GenAI technology, such products are able to predict retinal changes and refractive progression. Through monitoring progression parameters, we achieve precise and personalized eye health management, producing visual reports suitable for eyewear fitting and eye health management settings. This not only enhances the sense of value, but also significantly reduces professional reliance, helping optometry institutions achieve improvements in both professional eye health capabilities and business performance. Moreover, we make full use of AI technological advantages to achieve an all-around process from AI recognition and analysis to digital management and to on-the-ground support, providing efficient and intelligent solutions for Airdoc Eye Health business. As of the end of the Reporting Period, our Airdoc Eye Health business covered 1,986 service sites, representing a 113.5% increase year-over-year; among which, our myopia AI-based prevention and control products recorded 890.3 thousand uses, providing services to 14.2 thousand registered users, and our visual training AI products recorded 918.4 thousand trainings, providing trainings to 13.0 thousand home-based registered users and 81.0 thousand in-hospital registered users. Moreover, our AI-based visual training products have covered over 800 hospitals nationwide.

於報告期期間，我們的客戶數量從2022年的397個增長到2023年的673個，使用我們的SaMD及健康風險評估解決方案的活躍服務網點數量從2,371增加到5,671個，同比增長139.18%。就我們提供的SaMD或健康風險評估解決方案而言，根據我們提供檢測服務的實際用量，我們向客戶按次收費。於報告期內，我們平均每次檢測收費為人民幣22.60元（通過提供人工智能軟件解決方案的收入除以檢測次數計算得出），較2022年同期的每次檢測人民幣20.30元同比增長11.3%；我們的產品毛利率從2022年的49.1%增長到2023年的61.4%，這反映了我們在不斷提升業績的同時，也在持續努力提高盈利能力。

在報告期內，我們推出AI賦能的鷹瞳眼健康業務，相關產品可檢測出包含血管類、神經類，以及出血、斑塊等異常表現在內的30+項的眼健康風險，並結合GenAI技術，對視網膜變化和屈光進展進行預測，通過對進展參數的監測實現精準化、個性化的眼健康管理，產出適用於配鏡及眼健康管理場景的可視化報告，在提升價值感的同時，大大降低在專業領域對人的依賴，助力機構專業眼健康能力和業務業績的雙線提升，充分利用人工智能的技術優勢，實現從AI識別分析到數字化管理，再到落地支持的全方位流程，為眼健康業務提供高效、智能的解決方案。於報告期末，我們的鷹瞳眼健康業務覆蓋1,986個網點，同比增長113.5%；其中，我們的近視防控AI產品使用次數達到89.03萬，服務用戶數量達到1.4萬；視覺訓練AI產品訓練次數達到了91.84萬，家庭訓練服務用戶數量達到1.3萬，到院訓練服務用戶數達到8.1萬，並且，我們的視覺訓練AI產品已經覆蓋全國800餘家醫院。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

As of December 31, 2023, our marketing team consists of 138 members, providing customers with a full life cycle of customized supports. Our sales and marketing team, which comprises functions of sales, marketing, product solutions and customer success, covers different geographical regions and commercialization channels. We provide our sales and marketing personnel with comprehensive trainings covering corporate culture, product knowledge, medical theories and marketing strategies to further enhance their professional capabilities.

#### *Airdoc Medical*

Airdoc Medical covers medical institutions which include hospitals, primary healthcare institutions (such as community clinics) and health checkup centers. Aiming to be of great help to doctors and address the issue of lack of experienced retinal specialists in underserved regions, our solution for Airdoc Medical primarily serves the clinical needs for detection and auxiliary diagnosis of certain indications with quantitative measurements, such as the total size and number of hemorrhages and exudates.

For our sales to hospitals, we seek to include our Airdoc-AIFUNDUS (1.0) in the pricing guidance in most provinces in China, upon which hospitals can charge patients separately for such medical service. As of the date of this report, the pricing guidance related to our products had been issued by local governmental authorities in Beijing, Hebei, Shandong, Shanxi, Anhui and Jiangsu, pursuant to which our Airdoc-AIFUNDUS can be utilized as a new charging item. For primary healthcare institutions and health checkup centers, we also market our health risk assessment solutions as we see strong opportunities there.

截至2023年12月31日，我們營銷團隊有138名成員組成的，為客戶提供全生命周期的定製化支持。我們的銷售及營銷團隊由銷售、市場營銷、產品解決方案和客戶成功等職能組成，覆蓋不同地理區域及商業化管道。我們為銷售及營銷人員提供全面培訓，包括企業文化、產品知識、醫學理論及營銷策略等以進一步提升專業能力。

#### *鷹瞳醫療*

鷹瞳醫療覆蓋包括醫院、基層醫療機構（如社區診所）及體檢中心在內的醫療機構。為了成為醫生的極大助力，解決醫療資源欠缺地區資深視網膜專家數量不足的問題，我們鷹瞳醫療的解決方案主要滿足檢測及輔助診斷某些適應症的臨床需求，提供諸多定量測量指標，如出血及滲出總面積及數量。

對於面向醫院的銷售，我們致力將Airdoc-AIFUNDUS (1.0)納入中國大部分省份的定價指引，據此，醫院可就該等醫療服務向患者單獨收費。截至本報告日期，北京、河北、山東、山西、安徽及江蘇的地方政府機關已發佈我們產品相關的定價指引，據此，我們的Airdoc-AIFUNDUS可作為新增收費項目。對於基層醫療機構及體檢中心而言，由於我們謹此預見到巨大機遇，因此亦向其銷售我們的健康風險評估解決方案。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

We are dedicated to increasing the penetration of our products in both hospitals and primary healthcare institutions. During the Reporting Period, we sold our Airdoc-AIFUNDUS (1.0) to hospitals and primary healthcare institutions, witnessing a significant growth in the number of service sites covered and detections conducted. The number of active hospital service sites we covered reached 276, representing a year-over-year increase of 527.3%, with the number of detections conducted reaching 242.0 thousand, up by 197.5% year-over-year. The number of active primary healthcare institution service sites we covered reached 1,221, representing a year-over-year increase of 1,271.9%, with the number of detections conducted reaching 635.0 thousand, up by 640.2% year-over-year. In addition, we also implemented our AI-based solutions in over 320 health checkup centers across China. Among them, some health checkup centers have achieved a repurchase rate of over 50% for our SaMD products. Based on general AI large language model technology, we have also supported iKang launching an AI digital human “ikkie”, iKang’s first AI-based health butler, offering interactive medical knowledge Q&A on physical examination knowledge, disease consultation, report result interpretation and intelligent answering, covering all stages before, during and after examinations, thereby providing users with a real-time, intelligent, precise and connected new experience. During the Reporting Period, we recorded revenue of RMB84.6 million from Airdoc Medical through the sales of our Airdoc-AIFUNDUS (1.0), representing a 200.0% increase year-over-year.

我們致力於擴大產品在等級醫院和基層醫療機構的覆蓋。於報告期內，我們將Airdoc-AIFUNDUS (1.0)銷售給醫院和基層醫療機構的網點數量和檢測數量都有較大的增長。其中，醫院的覆蓋活躍網點數量達到了276家，同比增長527.3%；檢測次數達到了24.2萬，同比增長197.5%。基層醫療機構的覆蓋活躍網點數達到了1,221家，同比增長1,271.9%；檢測次數達到63.5萬，同比增長640.2%。此外，全國超過320個體檢中心部署了我們的人工智能解決方案，其中，部分體檢中心對我們軟件產品的復購率達到了50%以上。我們還基於通用人工智能大語言模型技術支持愛康集團推出智能AI數字人「ikkie」— 愛康集團首個AI健康管家，實現了體檢知識、疾病諮詢、報告解讀、智能問答的互動式醫療知識問答，服務覆蓋檢前、檢中、檢後全環節，為用戶提供實時、智能、精準、連接的全新體驗。於報告期間，我們通過銷售Airdoc-AIFUNDUS (1.0)視網膜相機，來自鷹瞳醫療的收入達到人民幣84.6百萬元，較同期增長200.0%。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

Our rapid business growth in the Airdoc Medical business is attributable to the social benefits and values generated from our empowerment of industry upgrades with AI technology and the new trends in industry development lead by us. We also introduced our products to the physical examination, endocrinology, ophthalmology, obstetrics and gynecology, and cardiology departments of several hospitals, for example, the Chinese People's Liberation Army General Hospital (301 Hospital), Peking University First Hospital, Beijing Anzhen Hospital, Sichuan Provincial People's Hospital, Shanghai First Maternity and Infant Hospital and Zhongshan Hospital and Fudan University. Moreover, during the Reporting Period, we secured a project in relation to the technology application scenarios in Beijing Zhongguancun Science City, and successfully developed and deployed our diabetes retinopathy auxiliary diagnosis SaMD, namely Airdoc-AIFUNDUS (1.0), and follow-up algorithms on the Beijing Haidian District Government Cloud. It is the first time to match our fundus AI algorithm with the China-made GPU chip, and at the same time, it has also established a new model of AI-based regional primary healthcare screening, follow-up and referral, linking 29 community health service centers in Haidian District, Beijing.

我們在鷹瞳醫療場景下業務的高速增長，得益於我們以AI技術賦能行業升級，引領行業發展新趨勢所帶來的社會效益和社會價值。同時，我們的產品已經進入醫院的體檢科、內分泌科、眼科以及婦產科、心內科科室，涉及的部分醫院有解放軍總醫院(301醫院)、北京大學第一醫院、北京安貞醫院、四川省人民醫院、上海第一婦嬰保健院、復旦大學附屬中山醫院等。此外，報告期間，我們獲得了北京市中關村科學城科技應用場景的項目，並成功在北京市海澱區政務雲上開發部署了糖尿病視網膜病變輔助診斷軟件Airdoc-AIFUNDUS (1.0)及隨訪算法。這次實踐首次將眼底AI算法與國產芯片GPU相適配，同時還構建了以北京市海澱區29家社區衛生服務中心聯動的AI區域基層醫療篩查、隨訪及轉診新模式。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Airdoc Health

Airdoc Health covers a wide range of consumer healthcare environments, such as insurance companies and pharmacies, to which we offer our health risk assessment solutions that focus on chronic diseases. As the concept of health management is on the rise, more types of business settings have emerged as the entry point of daily health management for specific populations, and they are keen to better serve their end users' specific healthcare needs. We empower consumer healthcare environments to provide the AI-enabled assessment of risk factors for chronic diseases and continuous health monitoring, allowing high-quality healthcare accessible in a much wider range of business settings and to a much larger base of end users.

In the business setting of insurance, we assist insurance companies in evaluating the health conditions of their insurance applicants and insured members in an accurate, efficient and continuous manner. During the Reporting Period, we provided our solutions to top commercial insurance companies, including Taikang Life Insurance Company Limited, Ping An Insurance (Group) Company of China, Ltd., China Life Insurance Company Limited, New China Life Insurance Co., Ltd. and Ping An Health Insurance Co., Ltd. (“**Ping An Health Insurance**”). Among them, our Retinal AI — AI health risk assessment solutions was first included as a health management service into the multiple innovative and high-quality value-added services in a million coverage medical insurance launched by Ping An Health Insurance. This service helps the insured individuals screen and assess various retinal diseases and chronic disease risks, enabling better management of their health conditions. During the Reporting Period, we recorded revenue of RMB44.4 million from Airdoc Health.

#### 鷹瞳健康

鷹瞳健康覆蓋了眾多大健康場景，如保險公司及醫藥公司，我們向該客戶群體提供聚焦於慢性疾病的健康風險評估解決方案。隨著健康管理理念的興起，越來越多類型的商業場景湧現出來成為特定人群日常健康管理的入口，該等商業場景也急於更好地滿足其終端用戶特定的健康服務需求。我們賦能大健康場景以提供人工智能驅動的慢性疾病風險因素評估及健康持續監測服務，從而讓更多的終端用戶在更多的商業場景下可以享受到高質量的健康服務。

在保險業務場景下，我們協助保險公司準確、高效及持續地評估其投保人及受保人的健康狀況。於報告期內，我們為包括泰康人壽保險股份有限公司、中國平安保險(集團)股份有限公司、中國人壽保險股份有限公司、新華人壽保險股份有限公司和平安健康保險股份有限公司(以下簡稱「**平安健康保險**」)在內的頂尖商業保險公司提供解決方案。其中，我們在平安健康保險推出的百萬醫療險創新升級的多項優質增值服務中，首次納入了我們的眼底視網膜AI-視網膜影像人工智能健康風險評估作為健康管理服務，幫助被保人篩查和評估多種視網膜疾病和慢病隱患，更好地管理自己的健康狀況。於報告期內，我們來自鷹瞳健康的收入達到人民幣44.4百萬元。



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With the progress of our overseas CE mark registration activities, we actively explored the overseas market during the Reporting Period, making business progress in Chile, Spain, the Czech Republic, Thailand, the Philippines, Indonesia, South Africa and Malaysia. During the Reporting Period, our overseas revenue reached RMB9.2 million, accounting for 4.5% of our total revenue for the Reporting Period.

#### *Airdoc Eye Health*

Airdoc Eye Health covers various eye health management settings, such as optometry centers and government sponsored vision screening projects, to which we offer our health risk assessment solutions that focus on retinal conditions. Particularly, myopia prevention and control has not only become a nationwide activity advocated by the government but also a priority issue that parents shall solve when their children face increased screen time due to the extensive use of mobile devices. Through our Airdoc Eye Health solutions, we are keen to address the needs for eye health evaluation as well as myopia control and prevention for the younger generation. For optometry centers, we provide our customers with a comprehensive analysis of their end customers' retinal conditions, enabling them not only to identify risk factors that may lead to impaired vision, but also provide customized professional eyeglasses prescriptions. During the Reporting Period, our solutions were deployed in optometry chain institutions through our effective distributors, the number of service sites covered reached 1,986, representing a year-over-year increase of 113.5%. During the Reporting Period, we recorded revenue of RMB75.0 million from the Airdoc Eye Health. Our myopia prevention and control and visual training businesses not only enable us to achieve the integration of diagnosis and treatment but also bring synergies and additional value to the business of Airdoc Eye Health, which is expected to benefit our overall business operations in the long run.

隨著我們海外CE標誌的註冊業務的進展，報告期內，我們積極佈局海外市場業務，並在智利、西班牙、捷克、泰國、菲律賓、印度尼西亞、南非及馬來西亞，均取得了業務進展。於報告期內，我們來自海外的收入達到人民幣9.2百萬元，佔我們報告期內總收入的4.5%。

#### *鷹瞳眼健康*

鷹瞳眼健康覆蓋各類眼健康管理場景，如視光中心及政府贊助視力篩查項目，我們向該客戶群體提供聚焦於視網膜狀況的健康風險評估解決方案。尤其是近視防控，不僅已經成為政府倡導的全國性活動，也是家長在孩子大量使用移動設備而面臨螢幕時間增加時會優先解決的問題。通過鷹瞳眼健康解決方案，我們致力於滿足年輕一代對眼健康評估及近視防控的需求。就視光中心而言，我們向客戶提供針對其終端客戶視網膜狀況的全面分析，使其不僅能夠識別可能導致視力受損的風險因素，亦能提供定製化專業配鏡處方。於報告期內，通過我們有效的分銷商，我們的解決方案已視光連鎖機構部署，所覆蓋的服務網點數量為1,986個，同比增長113.5%。於報告期內，我們錄得來自鷹瞳眼健康業務的收入為人民幣75.0百萬元。我們的近視防控及視覺訓練業務，不僅使我們實現了診療一體化，還為我們眼健康業務帶來協同效應及額外價值，這也將使我們的整體業務營運長期受益。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### 4. Production Capability

Cost control and quality assurance have always been crucial to us. We have two manufacture bases located in Changping District, Beijing and the High-tech Development Zone in Changsha, Hunan, respectively. In particular, the Hunan manufacturing base had a site area of nearly 5,000 square meters with complete testing and production equipment, started production after obtaining the Medical Device Production License in October 2022 and received ISO13485 medical device quality management system certification in 2023. Our factories strictly implement the 6S lean management system and ERP production management system to ensure manufacture efficiency and compliance with all required safety measures and laws and regulations. Currently, our Changsha manufacture base has a management team of nearly 30 members, all of which possess professional medical device production experience. Our Changsha manufacture base currently operates four production lines and a cleanroom, capable of producing various types of devices and product R&D, with a capacity of approximately 100,000 fundus cameras per year.

During the Reporting Period, we invested in establishing a reliability laboratory in the Changsha factory. This laboratory currently possesses 15 types of equipment, including high- and low-temperature impact testing machines, salt mist testing machines, ultraviolet (UV) testing machines, and sand and dust testing chambers, and is capable of undertaking over 20 experimental projects, fully meeting various experimental needs for R&D and production. By establishing the Changsha factory, we can strengthen cost and quality control and are therefore confident that we will keep maintaining competitive advantages in the future.

#### 4. 生產力

成本控制及質量保證對我們而言一直至關重要。我們擁有2個製造基地，分別位於北京昌平區和湖南長沙高新技術開發區。其中湖南製造基地，佔地近5,000平米，擁有完善的測試和生產設備，於2022年10月獲得醫療器械生產許可證後開始投產，並在2023年獲得ISO13485醫療器械質量管理體系認證。我們的工廠嚴格執行6S精益管理體系及ERP生產管理系統，確保生產效率並符合所有必須的安全措施和法律法規的要求。目前我們的長沙生產基地管理團隊近30人，均具備專業醫療器械生產相關經驗。目前運營四條生產線、無塵車間，能夠製造多種類型的設備和具備產品研發實驗的能力，產能約為100,000台眼底相機/年。

報告期內，我們在長沙工廠投入建立的可靠性實驗室，目前擁有涵蓋高低溫衝擊實驗機，鹽霧實驗機，紫外線(UV)測試機，沙塵實驗箱等各類設備共計15種，可承接實驗項目達20餘項，完全滿足研發、生產等各類實驗需求。通過設立長沙工廠，我們能夠加強成本及質量控制並相信我們於未來將繼續保持競爭優勢。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### 5. Future and Outlook

In 2024, we target to continue the expansion of our sales channels, aiming for a significant boost in sales growth across Airdoc Medical, Airdoc Health and Airdoc Eye Health. We aim to continue increasing our sales by integrating large language model (LLM) technologies into our main service process. Furthermore, we plan to introduce new business initiatives by combining diagnosis and treatment services for myopia, strabismus and amblyopia, outlining our future strategy. We have fully prepared for a comprehensive entry into the overseas market. We believe our products will be well accepted by overseas markets because of our continued efforts in expanding our business footprints in overseas markets, such as Malaysia, Singapore, Thailand, the United Arab Emirates and South Africa. We expect that sales from these new markets will gradually increase in 2024.

Gen AI is the trend of the moment, with its applications becoming increasingly integrated into everyday life. We continue to invest in the R&D of Gen AI-related technologies by further incorporating it into our products and services. We are actively formulating strategies to introduce Gen AI in our auxiliary diagnosis, disease detection and personalized medical advices, bridging doctors and patients conveniently and efficiently without constraints of time and space.

With the perfection of our laboratory in Changsha manufacture base, we will have more competitive edges in terms of our three main products, namely Retinal AI, myopia prevention and control AI, and visual training AI. At the same time, we will continue reducing costs and improving gross profit margins. Looking ahead, we will continue investing in R&D, integrating comprehensive AI-based therapy solutions into our existing diagnostic technologies. We will also remain committed to increasing production capacity, expanding global coverage, and launching the next-generation products that are “accessible and affordable to everyone”.

#### 5. 未來及前景

於2024年，我們的目標為繼續拓寬我們的銷售管道，力爭大幅提升鷹瞳醫療、鷹瞳健康及鷹瞳眼健康的銷售增長。我們力爭通過將大語言模型(LLM)技術融入我們的主要服務流程，繼續提高銷售額。此外，我們計劃通過結合近視、斜視及弱視的診斷及治療服務推出新業務舉措以勾畫我們的未來戰略。我們已為全面進入海外市場做好充分準備。由於我們不斷努力擴大我們於海外市場的業務足跡，如馬來西亞、新加坡、泰國、阿拉伯聯合酋長國及南非，我們相信我們的產品將獲海外市場接納。我們預計於2024年該等新市場的銷售額將逐步增加。

Gen AI是當下的趨勢，其應用日益融入日常生活。我們持續投入Gen AI相關技術研發，將其進一步納入我們的產品及服務。我們正積極制定戰略，於輔助問診、疾病檢測及個性化醫療建議中引入Gen AI，方便高效地連接醫生及患者，且不受時間及空間限制。

隨著長沙製造基地實驗室的完善，我們的眼底視網膜AI、近視防控AI和視覺訓練AI三大版塊產品將更具有競爭優勢。同時，我們將繼續精簡成本，提高毛利率。展望未來，我們將持續投入研發力量，將全面的人工智能治療解決方案整合至我們現有的診斷技術中。我們亦將繼續致力於提高產能，擴大全球覆蓋率，並推出「讓健康無處不在」的下一代產品。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論與分析

### FINANCIAL REVIEW

#### Revenue

During the Reporting Period, we primarily generated revenue from provision of AI-based software solutions, which represented the provision of SaMDs and health risk assessment solutions to medical institutions and healthcare providers, including hospitals, community clinics, health checkup centers, insurance companies, optometry centers and pharmacies. We also generated revenue from the sales of hardware devices, representing the fundus cameras we sold together with software, as well as the sales of AI-based myopia prevention and control products and visual training products. Depending on customer needs, we may sell our software as a standalone product or as a bundle with hardware developed by us or third parties.

Our revenue increased by 79.5% from RMB113.7 million for the year ended December 31, 2022 to RMB204.0 million for the year ended December 31, 2023. This increase was primarily attributable to (i) a 200.0% year-over-year increase in the business of Airdoc Medical, resulting from a growth in coverage of hospitals and primary healthcare institutions; and (ii) a 71.9% year-over-year growth in the business of Airdoc Eye Health, driven by sales of our myopia treatment products.

#### Cost of Sales

Our cost of sales primarily consists of (i) employee benefits expenses; (ii) hardware devices costs, representing the costs of sales of fundus camera and myopia treatment products, both integrated with our AI software, and the purchase costs of fundus cameras from third parties; (iii) depreciation expenses primarily relate to the depreciation of hardware devices; and (iv) cloud service fees, representing the service fees we paid to cloud service suppliers to support our AI-based software solutions.

### 財務回顧

#### 收入

於報告期內，我們的收入主要來源於提供人工智能軟件解決方案，即我們向醫療機構及醫療健康供應商提供SaMD及健康風險評估解決方案（包括醫院、社區診所、體檢中心、保險公司、視光中心及藥房）。我們的收入亦來源於銷售硬件設備（即連同我們的軟件一起銷售的眼底相機以及銷售近視防控AI產品和視覺訓練產品）。根據客戶需求，我們可將軟件作為單獨產品出售或與我們自研或第三方的硬件捆綁銷售。

我們的收入由截至2022年12月31日止年度的人民幣113.7百萬元增加79.5%至截至2023年12月31日止年度的人民幣204.0百萬元。該增加主要由於(i)醫院及基層醫療機構的覆蓋率均有所增長，鷹瞳醫療業務同比增長200.0%；及(ii)受我們近視治療產品銷量的推動，鷹瞳眼健康業務同比增長71.9%。

#### 銷售成本

我們的銷售成本主要包括(i)僱員福利開支；(ii)硬件設備成本，為眼底相機及近視治療產品（均與我們的人工智能軟件集成）的銷售成本，以及從第三方購買眼底相機的成本；(iii)折舊開支，主要與硬件設備折舊有關；及(iv)雲服務費用，為我們向雲服務供應商支付的用以支持人工智能軟件解決方案的服務費。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

Our cost of sales increased by 36.4% from RMB57.8 million for the year ended December 31, 2022 to RMB78.8 million for the year ended December 31, 2023, primarily due to (i) increase in sales of our hardware devices and related accessories as we commence mass production for our in-house fundus cameras and myopia treatment products; (ii) increase in operating expenses as a result of the increase in number of our service sites; and (iii) increase in the cost of cloud services for the higher volume of services we provided during the Reporting Period.

#### Gross Profit and Gross Profit Margin

Based on the factors described above, the gross profit of the Group increased from RMB55.9 million for the year ended December 31, 2022 to RMB125.1 million for the year ended December 31, 2023. Gross profit margin is calculated as gross profit divided by revenue. The overall gross profit margin of the Group increased from 49.1% for the year ended December 31, 2022 to 61.4% for the year ended December 31, 2023, primarily attributable to a lower cost of production of our in-house fundus cameras compared to the cost of fundus cameras purchased from third parties.

#### Other Income and Gains

Our other income and gains decreased from RMB68.8 million for the year ended December 31, 2022 to RMB58.1 million for the year ended December 31, 2023, primarily due to the reduction in foreign exchange gains as a result of the relatively stable exchange rate of United States dollars against Renminbi Yuan in 2023.

#### Other Losses

Other losses increased from RMB1.3 million for the year ended December 31, 2022 to RMB9.6 million for the year ended December 31, 2023, primarily due to losses arising from the disposal of property, plant and equipment items and charitable donations made in 2023.

我們的銷售成本由截至2022年12月31日止年度的人民幣57.8百萬元增加36.4%至截至2023年12月31日止年度的人民幣78.8百萬元，主要由於(i)隨著我們開始量產我們的自研眼底相機及近視治療產品，我們的硬件設備及相關配件的銷售額增加；(ii)運營開支因服務網點數量增加而增加；及(iii)我們於報告期內提供更多服務導致雲服務成本增加。

#### 毛利及毛利率

根據上述因素，本集團毛利由截至2022年12月31日止年度的人民幣55.9百萬元增加至截至2023年12月31日止年度的人民幣125.1百萬元。毛利率按毛利除以收入計算。本集團整體毛利率由截至2022年12月31日止年度的49.1%增加至截至2023年12月31日止年度的61.4%，主要由於相較於從第三方購買眼底相機的成本，我們自研眼底相機的生產成本較低。

#### 其他收入及收益

我們的其他收入及收益由截至2022年12月31日止年度的人民幣68.8百萬元減少至截至2023年12月31日止年度的人民幣58.1百萬元，主要由於2023年美元兌人民幣的匯率相對穩定，導致匯兌收益有所減少。

#### 其他虧損

其他虧損由截至2022年12月31日止年度的人民幣1.3百萬元增加至截至2023年12月31日止年度的人民幣9.6百萬元，主要由於2023年因出售物業、廠房及設備項目及慈善捐款產生的虧損所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論與分析

### R&D Expenses

Our R&D expenses decreased by 11.1% from RMB125.6 million for the year ended December 31, 2022 to RMB111.6 million for the year ended December 31, 2023, primarily due to the decrease in share-based payments to our employees involved in R&D. The following table summarizes a breakdown of our R&D expenses for the periods indicated.

### 研發開支

我們的研發開支由截至2022年12月31日止年度的人民幣125.6百萬元減少11.1%至截至2023年12月31日止年度的人民幣111.6百萬元，主要由於參與研發的僱員的股份支付減少。下表概述於所示期間我們的研發開支明細。

For the Year ended December 31,  
截至12月31日止年度

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Employee benefits expenses (salaries, wages and other benefits)	僱員福利開支(薪金、工資及其他福利)	80,212	81,825
Employee benefits expenses (share-based payments)	僱員福利開支(股份支付)	(2,100)	10,479
Product development expenses	產品開發開支	9,863	10,446
Product registration expenses	產品註冊開支	5,826	9,214
IP registration expenses	知識產權註冊開支	902	3,230
Depreciation expenses	折舊開支	8,316	4,364
Others	其他	8,623	6,036
Total	合計	111,642	125,594

### Selling and Distribution Expenses

Our selling and distribution expenses primarily consist of employee benefits expenses (including salaries, wages, share-based payments and other benefits) for our in-house sales and marketing team and marketing expenses.

### 銷售及分銷開支

我們的銷售及分銷開支主要包括我們內部銷售及營銷團隊的僱員福利開支(包括薪金、工資、股份支付及其他福利)及營銷開支。

Our selling and distribution expenses increased by 0.7% from RMB100.0 million for the year ended December 31, 2022 to RMB100.6 million for the year ended December 31, 2023, primarily due to the increase in marketing expenses as a result of our business growth, partially offset by the decrease in share-based payments to our sales and marketing team.

我們的銷售及分銷開支由截至2022年12月31日止年度的人民幣100.0百萬元增加0.7%至截至2023年12月31日止年度的人民幣100.6百萬元，主要由於營銷開支因我們業務增長而增加，部分由向我們銷售及營銷團隊的股份支付減少所抵銷。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Administrative Expenses

Our administrative expenses mainly consist of employee benefits expenses for our employees involved in administrative and supportive functions and professional service expenses.

Our administrative expenses increased by 38.2% from RMB71.6 million for the year ended December 31, 2022 to RMB99.0 million for the year ended December 31, 2023, primarily due to the adoption of a new employee equity incentive plan and the share-based payments thereunder.

#### Finance Costs

Our finance costs mainly consist of interest on leasing liabilities relating to our lease of office premises. We recorded finance costs of RMB0.5 million for the year ended December 31, 2023 (2022: RMB0.4 million).

#### Income Tax

We incurred income tax credit of RMB0.2 million for the year ended December 31, 2023 (2022: nil).

#### Loss for the Year

We recorded a loss of RMB145.7 million for the year ended December 31, 2023, as compared to a loss of RMB182.7 million for the year ended December 31, 2022. Our loss for the year significantly narrowed by 20.3%, which is mainly attributable to (i) the significant increase in our revenue; (ii) the continuous improvement in our operational efficiency; and (iii) the improvement in the gross profit margin due to enhanced cost control.

#### 行政開支

我們的行政開支主要包括我們行政管理和支持職能僱員的僱員福利開支及專業服務開支。

我們的行政開支由截至2022年12月31日止年度的人民幣71.6百萬元增加38.2%至截至2023年12月31日止年度的人民幣99.0百萬元，主要由於採納新僱員股權激勵計劃及其項下的股份支付所致。

#### 財務成本

我們的財務成本主要包括與我們租賃辦公室場所有關的租賃負債的利息。截至2023年12月31日止年度，我們錄得財務成本人民幣0.5百萬元（2022年：人民幣0.4百萬元）。

#### 所得稅

截至2023年12月31日止年度，我們產生所得稅抵免人民幣0.2百萬元（2022年：無）。

#### 年度虧損

我們於截至2023年12月31日止年度錄得虧損人民幣145.7百萬元，而截至2022年12月31日止年度為虧損人民幣182.7百萬元。我們的年內虧損大幅收窄20.3%，主要由於(i)收入大幅增加；(ii)營運效率持續改善；及(iii)成本控制加強導致毛利率提升。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Property, Plant and Equipment

Our property, plant and equipment primarily consist of (i) hardware devices, representing fundus cameras which have been deployed or will be deployed at our customers' service site to be used together with our software; (ii) furniture and others; and (iii) leasehold improvement.

Our property, plant and equipment decreased from RMB24.2 million as of December 31, 2022 to RMB18.0 million as of December 31, 2023 primarily due to the disposal of certain depreciated hardware devices.

#### Inventories

Our inventories primarily consist of raw materials and finished goods for manufacturing our in-house fundus cameras and myopia treatment products. We assign specific personnel to regularly monitor our inventories and endeavor to keep an optimal inventory level in line with the expected usages in the near term.

Our inventories increased from RMB29.6 million as of December 31, 2022 to RMB40.1 million as of December 31, 2023, primarily due to the stockpiling for raw material inventory to support the manufacture and sales of our inhouse fundus cameras and myopia treatment products.

#### Trade Receivables

Our trade receivables increased from RMB63.9 million as of December 31, 2022 to RMB79.6 million as of December 31, 2023, as we achieved a relatively quicker payment collection from our customers.

#### 物業、廠房及設備

我們的物業、廠房及設備主要包括(i)硬件設備，指已部署或將部署在我們客戶的服務網點以配合我們的軟件一同使用的眼底相機，(ii)辦公設備及其他；及(iii)租賃物業裝修。

我們的物業、廠房及設備由截至2022年12月31日的人民幣24.2百萬元減少至截至2023年12月31日的人民幣18.0百萬元，主要由於出售若干已折舊硬件設備所致。

#### 存貨

我們的存貨主要包括用於製造自研眼底相機和近視治療產品的原材料和成品。我們指派特定人員定期監控我們的庫存，並致力於維持最佳存貨水平，使之符合近期的預期用量。

我們的存貨由截至2022年12月31日的人民幣29.6百萬元增加至截至2023年12月31日的人民幣40.1百萬元，主要由於儲備原材料庫存用以支持我們自研眼底相機及近視治療產品製造及銷售。

#### 應收賬款

我們的應收賬款由截至2022年12月31日的人民幣63.9百萬元增加至截至2023年12月31日的人民幣79.6百萬元，乃由於我們實現從客戶相對較快的收款所致。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Prepayments, Other Receivables and Other Assets

Our prepayments, other receivables and other assets decreased from RMB19.4 million as of December 31, 2022 to RMB17.4 million as of December 31, 2023, primarily due to a decrease in prepayments to suppliers as a result of our improved credit standing and the shift in our procurement policy from prepayment to payment on credit, benefiting from the expansion of our business scale.

#### Financial Assets at Fair Value Through Profit or Loss

Our financial assets at fair value through profit or loss mainly represented fund investments subscribed from certain financial institutions to improve cash utilization efficiency. Our financial assets at fair value through profit or loss increased from RMB126.2 million as of December 31, 2022 to RMB266.9 million as of December 31, 2023, primarily due to subscription of interests in certain funds as a supplemental means to improve utilization of our idle cash on a short-term basis.

#### Cash and Cash Equivalents

Our cash and cash equivalents decreased from RMB1,268.3 million as of December 31, 2022 to RMB891.5 million as of December 31, 2023, primarily due to the purchase of financial assets, and the use of cash in the ordinary course of business during the Reporting Period.

#### Trade Payables

Our trade payables increased from RMB6.6 million as of December 31, 2022 to RMB17.5 million as of December 31, 2023, which was primarily due to an increase in raw material purchases that is generally in line with the expansion of our business.

#### 預付款項、其他應收款項及其他資產

我們的預付款項、其他應收款項及其他資產由截至2022年12月31日的人民幣19.4百萬元減少至截至2023年12月31日的人民幣17.4百萬元，主要受益於我們業務規模的擴張，我們的信用狀況得以改善以及我們的採購政策由預付款項轉為按信貸付款，從而減少向供應商支付的預付款項。

#### 以公允價值計量且其變動計入當期損益的金融資產

我們以公允價值計量且其變動計入當期損益的金融資產主要指為提高現金使用效率而從若干金融機構認購的基金投資。我們以公允價值計量且其變動計入當期損益的金融資產從截至2022年12月31日的人民幣126.2百萬元增加至截至2023年12月31日的人民幣266.9百萬元，主要由於我們認購若干基金的權益作為短期內提高閒置現金使用率的補充措施。

#### 現金及現金等價物

我們的現金及現金等價物由截至2022年12月31日的人民幣1,268.3百萬元減少至截至2023年12月31日的人民幣891.5百萬元，主要由於報告期內購買金融資產及於日常業務過程中現金使用所致。

#### 應付賬款

我們的應付賬款由截至2022年12月31日的人民幣6.6百萬元增加至截至2023年12月31日的人民幣17.5百萬元，主要由於原材料採購增加，與我們業務擴張基本一致。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Liquidity and Source of Funding

Our policy is to regularly monitor our liquidity requirements and our compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and long term.

As of December 31, 2023, our current assets were RMB1,281.9 million which mainly include cash and cash equivalents of RMB891.5 million, time deposits over three months of RMB37.5 million and other financial assets of RMB163.8 million. As of December 31, 2023, our current liabilities were RMB110.2 million which mainly includes trade payables of RMB17.5 million, other payables and accruals of RMB60.0 million and contract liabilities of RMB23.7 million.

#### Borrowings

As of December 31, 2023, we did not have any bank loans or other borrowings (2022: nil).

#### Contract Liabilities

Our contract liabilities represent our obligations to transfer services to our customers as we entered into services agreements with our customers for AI-based software solutions and sales of hardware devices for which we have received advanced payments from such customers under the relevant customer service agreements or work orders.

Our contract liabilities increased from RMB18.2 million as of December 31, 2022 to RMB23.7 million as of December 31, 2023, which was primarily due to the increase in the advances received from customers for new contracts signed in 2023.

#### 流動資金及資金來源

我們的政策為定期監控我們的流動資金需求及借貸契諾遵守情況，以確保本集團維持足夠的現金儲備及獲大型金融機構提供充足的承諾資金額度，以應付我們的短期及長期的流動資金需求。

截至2023年12月31日，我們的流動資產為人民幣1,281.9百萬元，其中現金及現金等價物為人民幣891.5百萬元、超過三個月的定期存款為人民幣37.5百萬元以及其他金融資產為人民幣163.8百萬元。截至2023年12月31日，我們的流動負債為人民幣110.2百萬元，其中應付賬款為人民幣17.5百萬元，其他應付款項及應計費用為人民幣60.0百萬元及合約負債為人民幣23.7百萬元。

#### 借款

截至2023年12月31日，我們概無任何銀行貸款或其他借款(2022年：無)。

#### 合約負債

我們的合約負債是指我們向客戶轉移服務的義務，原因是我們與客戶就人工智能軟件解決方案和硬件設備銷售訂立服務協議，我們根據相關客戶服務協議或工作訂單，從該等客戶收取預付款。

我們的合約負債由截至2022年12月31日的人民幣18.2百萬元增加至截至2023年12月31日的人民幣23.7百萬元，主要由於2023年就客戶新簽合約而收取的預付款增加所致。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論與分析

#### Net Current Assets

Our net current assets decreased to RMB1,171.7 million as of December 31, 2023 from RMB1,611.2 million as of December 31, 2022.

#### Gearing Ratio

Gearing ratio is calculated by using interest-bearing borrowings and lease liabilities less cash and cash equivalents, divided by total equity and multiplied by 100%. As of December 31, 2023, the Company was in a net cash position and thus gearing ratio is not applicable.

#### Treasury Policy

We adopt a prudent financial management approach for our treasury policy to ensure that our liquidity structure comprising assets, liabilities and other commitments is able to always meet our capital requirements.

#### 流動資產淨值

我們的流動資產淨值由截至2022年12月31日的人民幣1,611.2百萬元減少至截至2023年12月31日的人民幣1,171.7百萬元。

#### 資產負債比率

資產負債比率的計算方法是用有息借款及租賃負債減去現金及現金等價物，除以總權益，再乘以100%。截至2023年12月31日，本公司為淨現金狀況，因此資產負債比率並不適用。

#### 庫務政策

我們就庫務政策採取審慎的財務管理方法，以確保我們由資產、負債及其他承擔組成的流動資金架構能夠始終滿足我們的資金需求。

# PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## 董事、監事及高級管理層履歷

### EXECUTIVE DIRECTORS

**Mr. ZHANG Dalei**, aged 41, is our founder, chairman of the Board, executive Director and general manager. Mr. Zhang founded our Company in 2015. He is primarily responsible for the overall management of the business strategy and corporate development of our Group. Furthermore, Mr. Zhang serves as a director in certain subsidiaries of the Company.

Mr. Zhang has accumulated over 13 years of robust experience in the management of high-tech companies and accumulated technological knowledge in the R&D of AI technologies. From April 2015 to September 2015, Mr. Zhang served as the product vice president of Sina Technology (China) Company Limited. From June 2014 to April 2015, Mr. Zhang served as a vice president at Synapse Computer System (Shanghai) Co, Ltd., a wholly-owned subsidiary of PPLive Corporation, where he was mainly responsible for product development and technology. From May 2010 to May 2013 Mr. Zhang served as the chief technology officer of Ethos Technologies Inc. (宇思信德科技(北京)有限公司). From March 2008 to April 2010, Mr. Zhang served as a program manager of Macintosh Business Unit of Microsoft (China) Co., Ltd.

Mr. Zhang received his bachelor's degree in pharmaceuticals in the PRC in June 2003. Mr. Zhang was granted the "Certified Standards Professional" and recognized as the "Most Valuable Professional" by Microsoft in April 2008 and April 2011, respectively. Mr. Zhang was certified as the Information System Project Manager (Senior) by Beijing Human Resources and Social Security Bureau in November 2010. Mr. Zhang has been serving as a member of Professional Committee of Smart Medical of Chinese Association for Artificial Intelligence since December 2020. Mr. Zhang was appointed as the vice chairman of industry development and coordination committee by the Asia Optometric Management Academy for a two-year term starting from March 2023.

### 執行董事

張大磊先生，41歲，創始人，董事會主席、執行董事兼總經理。張先生於2015年創立本公司，主要負責本集團業務策略及企業發展的整體管理。此外，張先生於本公司若干附屬公司擔任董事。

張先生在管理高科技公司方面擁有逾13年的豐富經驗，在人工智能技術研發領域積累了技術知識。2015年4月至2015年9月，張先生擔任新浪網技術(中國)有限公司的產品副總裁。2014年6月至2015年4月，張先生擔任突觸計算機系統(上海)有限公司(PPLive Corporation的全資附屬公司)副總裁，主要負責產品開發及技術。2010年5月至2013年5月，張先生擔任宇思信德科技(北京)有限公司的首席技術官。2008年3月至2010年4月，張先生擔任微軟(中國)有限公司Macintosh Business Unit的項目經理。

張先生於2003年6月在中國取得藥學學士學位。張先生於2008年4月獲微軟授予「認證標準專家」稱號，並於2011年4月獲微軟評為「最有價值專家」。張先生於2010年11月獲北京市人力資源社會保障局認證為信息系統項目管理師(高級)。張先生自2020年12月起一直擔任中國人工智能學會智慧醫療專業委員會委員。張先生自2023年3月獲亞洲眼視光執業管理協會委任為行業發展與協調委員會副主席，任期兩年。



## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

**Ms. WANG Lin**, aged 39, is our executive Director and general counsel. Ms. Wang joined our Group in September 2017. Furthermore, Ms. Wang serves as a director or a supervisor in certain subsidiaries of the Company.

Ms. Wang has approximately 12 years of experience in legal practice. Prior to joining the Group, from March 2011 to July 2017, Ms. Wang served as a legal counsel in Beijing Sohu New Media Information Technology Co., Ltd., a wholly-owned subsidiary of Sohu.com Limited (formerly known as Sohu.com Inc.), whose shares are listed on NASDAQ (ticker symbol: SOHU).

Ms. Wang obtained a bachelor's degree in laws from Hubei University in June 2007 and a master's degree in laws from Beijing Technology and Business University in July 2010.

**Dr. HE Chao**, aged 51, is our executive Director and chief technology officer. Since joining our Group in October 2018, Dr. He has led the development of our research and development team, which laid the foundation for the development of our Airdoc-AIFUNDUS.

Dr. He possesses more than 20 years of experience in research and development, and is the inventor of more than 50 Chinese patents or patent applications and 30 international patents in core technologies in the fields of AI, intelligent hardware, and medical devices. Dr. He worked for Microsoft (China) Co., Ltd. from June 2009 to March 2015, where his last position was the principal software engineering manager. From February 2015 to October 2018, Dr. He served as the R&D vice president of Shanghai Xiaoyi Technology Co., Ltd.

王林女士，39歲，為本公司執行董事兼法律總顧問。王女士於2017年9月加入本集團。此外，王女士於本公司若干附屬公司擔任董事或監事。

王女士擁有約12年法律實務經驗。加入本集團前，王女士於2011年3月至2017年7月擔任北京搜狐新媒體信息技術有限公司(搜狐公司(前稱搜狐網絡有限責任公司，一家股份於納斯達克上市的公司(股份代號：SOHU))的全資附屬公司)的法律顧問。

王女士於2007年6月獲得湖北大學法學學士學位，並於2010年7月獲得北京工商大學法學碩士學位。

和超博士，51歲，為本公司執行董事兼首席技術官。和博士自2018年10月加入本集團以來一直領導研發團隊的發展，為我們Airdoc-AIFUNDUS的開發奠定基礎。

和博士擁有逾20年的研發經驗，並為在人工智能、智能硬件及醫療器械領域核心技術方面擁有逾50項中國專利或專利申請及30項國際專利的發明者。和博士自2009年6月至2015年3月任職於微軟(中國)有限公司，最後擔任的職位為首席軟件工程經理。自2015年2月至2018年10月，和博士擔任上海小蟻科技有限公司研發副總裁。

## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

Dr. He received his bachelor's degree in radio technology and information system from Tsinghua University in the PRC in July 1995 and his doctor of philosophy in electrical engineering from the Ohio State University in the U.S. in 2005.

**Mr. QIN Yong**, aged 44, is our executive Director. He is mainly responsible for the operation of the Company's products. Mr. Qin joined our Group in September 2017. Since August 2022, Mr. Qin has served as the chief operating officer of Beijing Airdoc Intelligent Technology Co. Ltd., a subsidiary of the Group. Since November 2021, Mr. Qin has served as a director of Beijing Airdoc Medical Technology Co., Ltd., a subsidiary of the Group.

From September 2010 to June 2016, Mr. Qin worked for China Mobile Design Institute, where he successively served as a project manager responsible for supporting the construction and operation aspects of the Mobile 10086 Portal, and then as the product leader of the mobile points mall responsible for the development of the mobile points mall portal. From August 2006 to September 2009, Mr. Qin served as a technical support manager at Microsoft (China) Co., Ltd., where he was mainly responsible for the promotion of Microsoft's development technology.

Mr. Qin obtained his bachelor's degree in computer science and technology from Yanshan University in the PRC in July 2002 and his master's degree in Geographic Information System from China University of Geosciences in 2006.

和博士於1995年7月取得中國清華大學的無線電技術與信息系統學士學位，並於2005年取得美國俄亥俄州立大學的電子工程博士學位。

秦勇先生，44歲，為本公司執行董事，主要負責本公司產品營運。秦先生於2017年9月加入本集團。自2022年8月起，秦先生擔任北京鷹瞳智能科技有限公司(本集團的附屬公司)的首席營運官。自2021年11月起，秦先生擔任北京鷹瞳醫療科技有限公司(本集團的附屬公司)的董事。

2010年9月至2016年6月，秦先生就職於中國移動設計院，先後擔任項目經理，負責支持10086移動門戶的建設及營運。其隨後擔任移動積分商城產品負責人，負責開發移動積分商城門戶。2006年8月至2009年9月，秦先生擔任微軟(中國)有限公司的技術支持經理，彼主要負責推廣微軟開發技術。

秦先生於2002年7月取得中國燕山大學計算機科學與技術學士學位，並於2006年取得中國地質大學地理信息系統學碩士學位。

## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

### INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. NG Kong Ping Albert**, aged 66, is our independent non-executive Director. He is primarily responsible for addressing conflicts and giving strategic advice and guidance to the business and operations of our Group. Mr. Ng joined our Group in April 2021.

Mr. Ng was the chairman of Ernst & Young China, the managing partner of Ernst & Young in Greater China and a member of Ernst & Young's Global Executive Committee before retirement. He has over 30 years of professional experience in accounting in Hong Kong and Mainland China. Prior to joining Ernst & Young, Mr. Ng served as Managing Partner of Arthur Andersen in Greater China, Managing Partner, China Operation of PricewaterhouseCoopers and the managing director of Citigroup China Investment Banking.

Mr. Ng is an independent non-executive Director of Ping An Insurance (Group) Company of China, Ltd. (a company listed on the Shanghai Stock Exchange (stock code: 601318) and the Stock Exchange (stock code: 02318)), China International Capital Corporation Limited (a company listed on the Shanghai Stock Exchange (stock code: 601995) and the Stock Exchange (stock code: 03908)), an independent director of Alibaba Group Holding Limited (a company listed on the New York Stock Exchange (stock code: BABA) and the Stock Exchange (stock code: 09988)), and an independent non-executive director of Shui On Land Limited (a company listed on the Stock Exchange (stock code: 272)).

### 獨立非執行董事

吳港平先生，66歲，為本公司獨立非執行董事。彼主要負責解決衝突，以及為本集團的業務及營運提供策略建議和指導。吳先生於2021年4月加入本集團。

吳先生退任前為安永會計師事務所中國主席、安永大中華主管合夥人及安永全球管理委員會成員。彼於香港及中國內地會計行業擁有逾30年專業經驗。加入安永會計師事務所前，吳先生曾擔任安達信大中華主管合夥人、普華永道中國業務主管合夥人及花旗集團中國投資銀行董事總經理。

吳先生現任中國平安保險(集團)股份有限公司(一家於上海證券交易所(股份代號：601318)及聯交所(股份代號：02318)兩地上市的公司)及中國國際金融股份有限公司(一家於上海證券交易所(股份代號：601995)及聯交所(股份代號：03908)兩地上市的公司)的獨立非執行董事，阿里巴巴集團控股有限公司(一家於紐約證券交易所(股份代號：BABA)及聯交所(股份代號：09988)兩地上市的公司)的獨立董事以及瑞安房地產有限公司(一家於聯交所上市的公司(股份代號：272))的獨立非執行董事。



## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

Mr. Ng is the president of the second session of Hong Kong China Chamber of Commerce and once served as a member of the first and second Consulting Committee of Corporate Accounting Standard, an advisor of the Hong Kong Business Accountants Association and a member of the Advisory Board of the School of Accountancy of The Chinese University of Hong Kong. Mr. Ng is also a member of the audit committee of The Chinese University of Hong Kong (Shenzhen) and a council member of the Education Foundation of The Chinese University of Hong Kong (Shenzhen).

Mr. Ng has obtained his bachelor's and master's degree in business administration from The Chinese University of Hong Kong in December 1981 and October 1988, respectively. Mr. Ng is also a member of Hong Kong Institute of Certified Public Accountants (HKICPA), Chartered Accountants Australia and New Zealand (CAANZ), CPA Australia (CPAA) and Association of Chartered Certified Accountants (ACCA).

**Dr. WU Yangfeng**, aged 61, is our independent non-executive Director. He is primarily responsible for addressing conflicts and giving strategic advice and guidance to the business and operations of our Group. Dr. Wu joined our Group in December 2020.

Since July 2006, Dr. Wu has been working at medicine department of Peking University with his current position being the executive deputy director of clinical research institute, a professor of clinical research methodology and a doctoral supervisor.

Before July 2006, Dr. Wu worked at Fuwai Hospital with his last position as a director of epidemiology research office, a researcher and a doctoral supervisor. Dr. Wu received his bachelor's degree of medicine from Shanxi Medical College in the PRC in December 1984. Dr. Wu received his master's degree and doctor's degree in medicine from Peking Union Medical College in the PRC in December 1987 and July 1996, respectively.

吳先生為第二屆香港中國商會會長，曾出任第一、二屆企業會計準則諮詢委員會委員，香港商界會計師協會顧問和香港中文大學會計學院諮詢會成員。吳先生亦為香港中文大學(深圳)審核委員會成員和香港中文大學(深圳)教育基金會理事。

吳先生分別於1981年12月及1988年10月取得香港中文大學工商管理學士學位及碩士學位。吳先生亦為香港會計師公會(HKICPA)、澳大利亞和新西蘭特許會計師公會(CAANZ)、澳洲會計師公會(CPAA)及英國特許公認會計師公會(ACCA)會員。

武陽豐博士，61歲，為本公司獨立非執行董事，主要負責解決衝突，以及為本集團的業務及營運提供策略建議和指導。武博士於2020年12月加入本集團。

自2006年7月起，武博士一直任職於北京大學醫學部，其現任職位為臨床研究所常務副所長、臨床研究方法學教授及博士生導師。

在2006年7月之前，武博士就職於阜外醫院，最後擔任的職位為流行病學研究室主任、研究員及博士生導師。武博士於1984年12月取得中國山西醫學院醫學學士學位。武博士分別於1987年12月及1996年7月在中國取得中國協和醫科大學醫學碩士學位及博士學位。

## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

**Dr. HUANG Yanlin**, aged 51, is our independent non-executive Director. He is primarily responsible for addressing conflicts and giving strategic advice and guidance to the business and operations of our Group. Dr. Huang joined our Group in December 2020.

Dr. Huang has been serving as an industry advisor in KKR Asia Limited since October 2022. From July 2020 to April 2021, Dr. Huang served as the chief technology officer of 9F Inc., a company whose shares are listed on NASDAQ (ticker symbol: JFU), where he was primarily responsible for overseeing R&D. From August 2019 to July 2020, Dr. Huang served as the chief technology officer of GOME Holdings Group, where he was primarily responsible for leading R&D. From September 2016 to June 2019, Dr. Huang served as the chief technology officer of Vipshop Holdings Limited, a company whose shares are listed on the New York Stock Exchange (ticker symbol: VIPS), where he was primarily responsible for leading R&D. From April 2015 to September 2016, Dr. Huang served as the chief technology officer of Sina Technology (China) Company, where he was primarily responsible for leading R&D. Dr. Huang previously served as the chief technology officer of Shanghai SynaCast Media Tech Co., Ltd. (PPTV), where he was primarily responsible for leading R&D. Dr. Huang once worked at Microsoft.

Dr. Huang received his bachelor's degree of science in microbiology from Wuhan University in the PRC in July 1993. Dr. Huang received his doctor's degree in biochemistry from State University of New York at Buffalo in the United States in September 1999. Dr. Huang received his master's degree in computer science from the University of Virginia in the United States in January 2001.

**黃彥林博士**，51歲，為本公司獨立非執行董事，主要負責解決衝突，以及為本集團的業務及營運提供策略建議和指導。黃博士於2020年12月加入本集團。

黃博士自2022年10月起一直擔任KKR Asia Limited的行業顧問。自2020年7月至2021年4月，黃博士擔任玖富集團（一家股份於納斯達克上市的公司（股份代號：JFU））的首席技術官，主要負責監督研發工作。2019年8月至2020年7月，黃博士擔任國美控股集團的首席技術官，主要負責領導研發工作。2016年9月至2019年6月，黃博士擔任唯品會控股有限公司（一家股份於紐約證券交易所上市的公司（股份代號：VIPS））的首席技術官，主要負責領導研發工作。2015年4月至2016年9月，黃博士曾擔任新浪網技術（中國）有限公司的首席技術官，主要負責領導研發工作。黃博士曾擔任上海聚力傳媒技術有限公司（PPTV）的首席技術官，主要負責領導研發工作。黃博士曾任職於微軟。

黃博士於1993年7月取得中國武漢大學微生物學理學學士學位。黃博士於1999年9月取得美國紐約州立大學布法羅分校生物化學博士學位。黃博士於2001年1月取得美國弗吉尼亞大學計算機科學專業碩士學位。



## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

### SUPERVISORS

**Mr. WEI Yubo**, aged 42, is our Supervisor and chairman of the Board of Supervisors. He is primarily responsible for overseeing our business operations. Mr. Wei joined our Group in April 2016. Furthermore, Mr. Wei serves as a supervisor in certain subsidiaries of the Company.

From July 2012 to April 2016, Mr. Wei served as an engineer of IGT Technology (Beijing) Co., Ltd. where he was primarily responsible for software development and testing. From April 2006 to June 2012, Mr. Wei worked successively at Beyondsoft Technology Co., Ltd., a company listed on the Shenzhen Stock Exchange (stock code: 002649) and Microsoft, where he was mainly responsible for Mac Office Testing.

Mr. Wei received his bachelor's degree in electronic information engineering from Jilin University in the PRC in July 2004.

**Ms. BAI Huihui**, aged 33, is our Supervisor. She is primarily responsible for overseeing our business operations. Ms. Bai joined our Group in December 2020.

Ms. Bai holds the following positions outside our Group concurrently. Since April 2020, Ms. Bai has been serving as the chairman of the board and general manager at Guoke Kaiyan Capital Co., Ltd. ("**Guoke Capital**"). Since March 2019, Ms. Bai has been serving as an executive director and general manager at Geluoli Asset Management Co., Ltd. Since April 2020, she has been serving as a supervisor at Beijing Kaiyan Investment Management Co., Ltd.

From March 2019 to June 2019, Ms. Bai served as a supervisor at Guoke Capital. From June 2019 to April 2020, she served as a director at Guoke Capital.

Ms. Bai received her bachelor's degree in light information science and technology from Shenzhen University (深圳大學) in the PRC in June 2012.

### 監事

**魏宇博先生**，42歲，為本公司監事兼監事會主席，主要負責監督業務營運。魏先生於2016年4月加入本集團。此外，魏先生於本公司若干附屬公司擔任監事。

2012年7月至2016年4月，魏先生擔任IGT科技開發(北京)有限公司工程師，主要負責軟件開發及測試。2006年4月至2012年6月，魏先生先後任職於博彥科技股份有限公司(一家於深圳證券交易所上市的公司(股份代號：002649))和微軟，主要負責Mac Office測試。

魏先生於2004年7月取得中國吉林大學電子信息工程專業學士學位。

**白惠惠女士**，33歲，為本公司監事，主要負責監督業務營運。白女士於2020年12月加入本集團。

白女士在本集團以外同時擔任以下職位。自2020年4月起，白女士一直擔任國科開研資本有限公司(「**國科資本**」)董事會主席兼總經理。自2019年3月起，白女士一直擔任格羅力資產管理有限公司執行董事兼總經理。自2020年4月起，其一直擔任北京開研投資管理有限公司監事。

2019年3月至2019年6月，白女士擔任國科資本監事。2019年6月至2020年4月，其擔任國科資本董事。

白女士於2012年6月取得中國深圳大學光信息科學與技術專業學士學位。



## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

**Dr. LUO Ting**, aged 49, is our Supervisor. She is primarily responsible for overseeing our business operations. Dr. Luo joined our Group in May 2022.

Dr. Luo is currently serving as a tenured associate professor at School of Economics and Management, Tsinghua University, and an independent director of (i) Digital China Information Service Group Company Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000555); and (ii) Beijing Sanyuan Foods Co., Ltd., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600429). Dr. Luo served as an independent director of (i) Beijing Thunisoft Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300271) from March 2020 to August 2022; and (ii) IAT Automobile Technology Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300825) from July 2018 to April 2022.

Dr. Luo participated in research projects covering topics of accounting and finance. Dr. Luo has been qualified as a Certified Public Accountant of the PRC.

Dr. Luo obtained a bachelor's degree in business management from Peking University and a doctor of philosophy in accounting from University of Wisconsin-Madison in the United States in 1997 and 2007, respectively.

羅婷博士，49歲，為本公司監事，主要負責監督業務營運。羅博士於2022年5月加入本集團。

羅博士現任清華大學經濟管理學院長聘副教授，及擔任以下公司的獨立董事：(i) 神州數碼信息服務集團股份有限公司（一家股份於深圳證券交易所上市的公司（股份代號：000555））；及(ii) 北京三元食品股份有限公司（一家股份於上海證券交易所上市的公司（股份代號：600429））。羅博士(i)自2020年3月至2022年8月擔任北京華宇軟件股份有限公司（一家股份於深圳證券交易所上市的公司（股份代號：300271））的獨立董事；及(ii)自2018年7月至2022年4月擔任阿爾特汽車技術股份有限公司（一家股份於深圳證券交易所上市的公司（股份代號：300825））的獨立董事。

羅博士參與涵蓋會計及金融課題的多個研究項目，羅博士獲認證為中國註冊會計師。

羅博士於1997年及2007年分別取得北京大學工商管理學士學位及美國威斯康辛大學麥迪遜分校商學院會計學博士學位。

## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT 董事、監事及高級管理層履歷

### SENIOR MANAGEMENT

**Mr. ZHANG Dalei**, aged 41, is our founder, chairman of the Board, executive Director and general manager. Please refer to the section headed “Executive Directors – Mr. ZHANG Dalei” for his biography.

**Ms. YANG Wenting**, aged 38, is our chief financial officer and joint company secretary. She is primarily responsible for the overall management of corporate finance and Board related matters of our Group. Ms. Yang joined our Group in June 2020.

From December 2017 to February 2020, Ms. Yang served as the general manager of the finance department of New Studios Media Co., Ltd. From October 2013 to September 2015, Ms. Yang served as the financial controller of Beijing Office of Quadrivium SA, where she was primarily responsible for financial management and investment project management. From October 2008 to October 2013, Ms. Yang served as an audit manager at KPMG Huazhen (Special General Partnership).

Ms. Yang received her bachelor’s degree in accounting from Hunan University in June 2007 in the PRC and her master’s degree of business administration (MBA) from the University of Manchester, Alliance Manchester Business School in the United Kingdom in December 2017. She was admitted as a member of the Chinese Institute of Certified Public Accountants in November 2013 and admitted as a member of The Association of Chartered Certified Accountants in June 2016.

Save as disclosed above, none of our Directors, Supervisors or senior management members has held any directorship in any public company the securities of which are listed on any securities market in Hong Kong or overseas during the three years preceding the date of this annual report.

To the best of the Board’s knowledge, information and belief, save as disclosed in the annual report, our Directors, Supervisors and senior management do not have any relationship amongst them.

### 高級管理層

張大磊先生，41歲，為本公司創始人、董事會主席、執行董事兼總經理。有關其履歷，請參閱「執行董事 – 張大磊先生」一節。

楊文婷女士，38歲，為本公司首席財務官兼聯席公司秘書。彼主要負責本集團公司財務及董事會相關事宜的整體管理。楊女士於2020年6月加入本集團。

2017年12月至2020年2月，楊女士擔任北京新片場傳媒股份有限公司財務部總經理。2013年10月至2015年9月，楊女士擔任Quadrivium SA北京辦事處的財務總監，其主要負責財務管理及投資項目管理。2008年10月至2013年10月，楊女士擔任畢馬威華振會計師事務所(特殊普通合夥)審計經理。

楊女士於2007年6月取得中國湖南大學會計學專業學士學位，並於2017年12月取得英國曼徹斯特大學商學院工商管理碩士學位。其於2013年11月獲准為中國註冊會計師協會會員，並於2016年6月獲准為英國特許公認會計師公會會員。

除上文所披露者外，董事、監事或高級管理層成員於本年報日期前三年內並無擔任任何上市公司(其證券在香港或海外任何證券市場上市)的董事職務。

就董事會所深知、盡悉及確信，除年報所披露者外，董事、監事及高級管理層之間概無任何關係。

## PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層履歷

#### JOINT COMPANY SECRETARIES

**Ms. YANG Wenting** is our chief financial officer and joint company secretary. Please refer to the section headed “Senior Management – Ms. YANG Wenting” for her biography.

**Ms. SO Lai Shan** is our joint company secretary. She currently serves as a manager of corporate services of Vistra Corporate Services (HK) Limited. Ms. So has over 10 years of experience in the corporate services industry. She has been an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom since November 2014.

#### 聯席公司秘書

楊文婷女士為本公司首席財務官兼聯席公司秘書。有關其履歷，請參閱「高級管理層 – 楊文婷女士」一節。

蘇麗珊女士為本公司聯席公司秘書。彼目前擔任Vistra Corporate Services (HK) Limited企業服務部經理。蘇女士在企業服務行業擁有逾10年經驗。彼自2014年11月起為香港公司治理公會及英國特許公司治理公會會員。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

The Board is pleased to present the corporate governance report for the Company for the year ended December 31, 2023.

董事會欣然提呈本公司截至2023年12月31日止年度的企業管治報告。

### CORPORATE GOVERNANCE PRACTICES

### 企業管治常規

The Company recognizes the importance of good corporate governance for enhancing the management of the Company as well as preserving the interests of the Shareholders as a whole. The Company has adopted the code provisions of Part 2 of the Corporate Governance Code contained in Appendix C1 (formerly Appendix 14) to the Listing Rules, as its own code to govern its corporate governance practices.

本公司知悉良好的企業管治對提升本公司管理及維護股東整體利益的重要性。本公司已採納上市規則附錄C1(前稱附錄14)所載的企業管治守則第二部之守則條文作為自身的守則，以規範企業管治常規工作。

Except for code provision C.2.1 set out below, in the opinion of the Directors, the Company has complied with the relevant code provisions contained in the Corporate Governance Code during the Reporting Period.

除下文所載守則條文第C.2.1條外，董事認為，本公司於報告期一直遵守企業管治守則所載的相關守則條文。

### CHAIRMAN AND CHIEF EXECUTIVE OFFICER

### 主席與首席執行官

Under the code provision C.2.1 of Part 2 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Under the current organization structure of the Company, Mr. Zhang is the chairman of the Board, chief executive officer and founder of the Company. With extensive experience in the medical devices industry and having served in the Company since its establishment, Mr. Zhang is in charge of overall management, business and strategic development of the Group. The Board considers that vesting the roles of the chairman of the Board and the chief executive officer in the same person is beneficial to the business operations and management of the Group. The balance of power and authority is ensured by the operation of the Board, which comprises experienced and diverse individuals. The Board currently comprises four executive Directors (including Mr. Zhang) and three independent non-executive Directors, and therefore has a strong independent element in its composition.

根據企業管治守則第二部的守則條文第C.2.1條，主席與首席執行官的角色應分開，不應由同一人擔任。在本公司現有組織架構下，張先生為本公司董事會主席、首席執行官兼創始人。張先生擁有豐富的醫療器械行業經驗，自本公司成立以來一直任職於本公司，負責本集團的整體管理、業務及戰略發展。董事會認為，由同一人兼任董事會主席及首席執行官職務有利於本集團的業務營運及管理。董事會的運作確保權力及授權達到平衡，董事會由經驗豐富且多元化的人士組成。董事會目前由四名執行董事(包括張先生)及三名獨立非執行董事組成，因此其組成具備明顯的獨立性。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The Board will continue to review and monitor the practices of the Company with an aim of maintaining a high standard of corporate governance and assess whether separation of the roles of chairman of the Board and chief executive officer is necessary.

### DIRECTORS' AND SUPERVISORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its own code of conduct regarding dealings in the securities of the Company by the Directors, Supervisors and the Company's senior management who, because of his/her office or employment, is likely to possess inside information in relation to the Company's securities.

Upon specific enquiry, all Directors and Supervisors confirmed that they have complied with the Model Code during the Reporting Period. In addition, the Company is not aware of any non-compliance of the Model Code by the senior management of the Group during the Reporting Period.

### BOARD OF DIRECTORS

The Board currently comprises four executive Directors and three independent non-executive Directors.

As at the date of this annual report, the composition of the Board is as followings:

#### Executive Directors:

Mr. ZHANG Dalei (*Chairman*)  
Ms. WANG Lin  
Dr. HE Chao  
Mr. QIN Yong

董事會將繼續檢討及監督本公司的運作，以維持高水平的企業管治，並評估董事會主席與首席執行官的角色是否需要有所區分。

### 董事及監事的證券交易

本公司已採納標準守則，作為董事、監事及本公司高級管理層在因其職位或僱傭關係而可能擁有有關本公司證券的內幕消息的情況下買賣本公司證券的行為守則。

經作出具體查詢後，全體董事及監事確認，於報告期，均已遵守標準守則。此外，本公司並不知悉本集團高級管理層於報告期有任何不遵守標準守則的情況。

### 董事會

董事會目前由四名執行董事及三名獨立非執行董事組成。

截至本年報日期，董事會的組成如下：

#### 執行董事：

張大磊先生 (*主席*)  
王林女士  
和超博士  
秦勇先生

## CORPORATE GOVERNANCE REPORT 企業管治報告

### Independent non-executive Directors:

Mr. NG Kong Ping Albert  
Dr. WU Yangfeng  
Dr. HUANG Yanlin

The biographical details of the Directors are set out in the section headed “Profiles of Directors, Supervisors and Senior Management” on pages 43 to 52 of this annual report.

### CONFIRMATION OF INDEPENDENCE BY THE INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received written annual confirmation from each of the independent non-executive Directors in respect of his independence in accordance with the independence guidelines set out in Rule 3.13 of the Listing Rules. The Company is of the view that all independent non-executive Directors are independent.

During the period from the Reporting Period, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise.

### APPOINTMENT, RE-ELECTION AND REMOVAL OF DIRECTORS AND SUPERVISORS

The Company has entered into a service agreement with each of the Directors and Supervisors which contains provisions in relation to, among other things, compliance of relevant laws and regulations, observation of the Articles of Association and provisions on arbitration.

### 獨立非執行董事：

吳港平先生  
武陽豐博士  
黃彥林博士

董事履歷詳情載於本年報第43至52頁「董事、監事及高級管理層履歷」一節。

### 獨立非執行董事對獨立性之確 認

本公司已收到各獨立非執行董事根據上市規則第3.13條所載獨立性指引就其獨立性發出的書面年度確認書。本公司認為全體獨立非執行董事均屬獨立人士。

自報告期起期間，董事會始終符合上市規則有關委任至少三名獨立非執行董事（佔董事會人數三分之一），而當中至少一名獨立非執行董事須具有合適專業資格或會計或相關財務管理專業知識的規定。

### 委任、重選及罷免董事及監事

本公司已與各董事及監事就（其中包括）符合相關法律法規、遵守組織章程細則及仲裁條文訂立服務協議。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The principal particulars of these service agreements are: (a) each of the agreements is for a term of three years following his/her respective appointment date; and (b) each of the agreements is subject to termination in accordance with their respective terms. The terms of appointment of each Director may be re-elected in accordance with the Articles of Association and the applicable rules.

On December 29, 2023, the Company has entered into a three-year service agreement with each of the Directors and Supervisors until the expiry of the term of the second session of the Board or the Board of Supervisors (as the case may be).

The Company has not entered, and does not propose to enter, into any service contracts with any of the Directors or Supervisors in their respective capacities as Directors and Supervisors (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

The Company may, in accordance with the Articles of Association, remove by ordinary resolution any Director whose term of office has not yet expired (provided that claims of the director for damages under any contract shall not be affected by this).

The Nomination Committee takes the policy on Board diversity of the Company into consideration when it considers the balance of composition of the Board as a whole. The procedures and process of appointment, re-election and removal of directors are set out in the Articles of Association. The primary duties of the Nomination Committee are to make recommendations to the Board regarding the appointment of Directors and Board succession.

該等服務協議的主要詳情為：(a)每份協議的期限為自其各自獲委任日期起三年；及(b)每份協議均可按其各自條款終止。各董事的任期可根據組織章程細則及適用規則進行改選。

於2023年12月29日，本公司已與各董事及監事訂立為期三年的服務協議，直至第二屆董事會或監事會（視情況而定）任期屆滿為止。

本公司並無與任何董事及監事（以其各自作為董事及監事的身份）訂立亦不擬訂立任何服務合約（不包括於一年內屆滿或僱主可於一年內終止而毋須支付任何賠償（法定賠償除外）的合約）。

本公司可以根據組織章程細則的規定，以普通決議案方式罷免任期末屆滿的董事（惟董事根據任何合約提出的損害賠償請求不受此影響）。

提名委員會在考慮董事會整體組成的平衡時會將本公司董事會多元化政策納入考慮。董事的聘任、重選和罷免程序及流程載於組織章程細則。提名委員會的主要職責是就董事的委任及董事會繼任事宜向董事會提出建議。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

#### RESPONSIBILITIES OF THE DIRECTORS

The Board should assume responsibility for leadership and control of the Company; and is collectively responsible for directing and supervising the Company's affairs.

To oversee particular aspects of the Company's affairs, the Board has established five Board committees including the Audit Committee, Remuneration and Appraisal Committee, Nomination Committee, Strategy Committee and Environmental, Social and Governance Committee ("ESG").

The ESG Committee was established on March 17, 2022. Currently, Mr. Zhang serves as the Chairman and each of Ms. WANG Lin and Dr. HE Chao serves as a member of the ESG Committee. The ESG Committee reports to the Board and is accountable to the Board, it is mainly responsible for formulating ESG strategies for the Company and monitoring the enforcement; reviewing the progress of ESG objectives; supervising the operating system to ensure its effectiveness and reviewing and auditing the ESG report, etc.

The Board has delegated to the Board committees responsibilities as set out in their respective terms of reference. All Board committees are provided with sufficient resources to perform their duties. The Board directly, and indirectly through its committees, leads and provides direction to management by laying down strategies and overseeing their implementation, monitors the Group's operational and financial performance, and ensures that sound internal control and risk management systems are in place.

All Directors shall ensure that they carry out duties in good faith, in compliance with applicable laws and regulations, and in the interests of the Company and the Shareholders at all times.

#### 董事職責

董事會應擔當本公司領導和監控角色；並集體負責指導和監督本公司的事務。

為監察本公司特定範疇之事宜，董事會已成立五個董事會委員會，包括審核委員會、薪酬與考核委員會、提名委員會、戰略委員會以及環境、社會及管治（「環境、社會及管治」）委員會。

環境、社會及管治委員會於2022年3月17日成立，目前張先生為環境、社會及管治委員會主席，王林女士及和超博士各自為環境、社會及管治委員會成員。環境、社會及管治委員會向董事會匯報並對董事會負責，主要負責制定本公司環境、社會及管治戰略及監察其執行情況；檢討環境、社會及管治目標進度；監察運行體系以確保其有效性；審閱及審核環境、社會及管治報告等。

董事會已授予董事會委員會各自職權範圍所載的職責。所有董事會委員會均獲得充足資源以履行其職責。董事會直接及間接透過其委員會，帶領並提供指導予管理層，制定策略及監察其實施、監察本集團之營運及財務表現，以及確保設有良好之內部監控及風險管理系統。

全體董事應始終確保秉誠履行職責，遵守適用法律及法規，並以本公司及股東之利益行事。

## CORPORATE GOVERNANCE REPORT 企業管治報告

### DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The Company has arranged appropriate insurance cover for Directors' and officers' liabilities in respect of legal actions against Directors and officers of the Company arising out of corporate activities. The insurance coverage will be reviewed on an annual basis.

### CONTINUOUS PROFESSIONAL DEVELOPMENT OF DIRECTORS

Directors should participate in continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant.

Each newly appointed Director should be provided with necessary induction and information to ensure that he/she has a proper understanding of the Company's operations and businesses as well as his/her responsibilities under relevant statutes, laws, rules and regulations. During the Reporting Period, the Directors were regularly briefed on the amendments to or updates on the relevant laws, rules and regulations.

As at the date of this report, Mr. Zhang, Ms. WANG Lin, Dr. HE Chao, Mr. QIN Yong, Mr. NG Kong Ping Albert, Dr. WU Yangfeng and Dr. HUANG Yanlin have been updated with the latest developments regarding the Listing Rules and other applicable regulatory requirements to ensure compliance and enhance their awareness of good corporate governance practices. In addition, continuing briefing and professional development to Directors will be arranged whenever necessary.

Each of the aforesaid Directors are encouraged to attend relevant training courses at the Company's expenses and required to submit a signed training records to the Company on an annual basis.

### 董事及高級職員責任保險

本公司已為本公司董事及高級職員因企業活動而可能面對的法律訴訟之相關責任安排購買適當的保險。保險範圍將每年審查一次。

### 董事之持續專業發展

董事應參與持續專業發展，以發展及更新彼等的知識及技能，確保其在知情情況下為董事會作出切合需要的貢獻。

每名新委任的董事均獲得必要的入職培訓及資料，確保其對本公司的運作及業務均有適當的理解，以及知悉其於相關條例、法例、規則及法規下的責任。於報告期，董事均會定期獲知相關法律、規則及法規之修訂或更新。

於本報告日期，本公司已為張先生、王林女士、和超博士、秦勇先生、吳港平先生、武陽豐博士及黃彥林博士均已獲提供有關上市規則及其他適用監管規定之最新發展資料，以確保彼等遵守良好企業管治做法並提升對此方面之意識。此外，本公司將於需要時為董事安排持續簡報及專業發展。

本公司鼓勵上述各董事參加相關培訓課程，費用由本公司承擔，並須每年向本公司提交經簽署的培訓記錄。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### BOARD COMMITTEES

#### Audit Committee

The Company has established the Audit Committee in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code. The written terms of reference of the Audit Committee are available on the respective websites of the Stock Exchange and the Company.

The primary duties of the audit committee are to review and supervise the financial reporting process and internal controls system of the Group, review and approve connected transactions and to advise the Board. The Audit Committee comprises three independent non-executive Directors, namely Mr. NG Kong Ping Albert, Dr. HUANG Yanlin and Dr. WU Yangfeng. Mr. NG Kong Ping Albert, being the chairman of the committee, is appropriately qualified as required under Rules 3.10(2) and 3.21 of the Listing Rules.

During the Reporting Period, the Audit Committee convened four meetings. The attendance record of the committee members is set out in the section entitled “Board Meetings and Directors’ Attendance Records” in this chapter.

The following is a summary of work performed by the Audit Committee during the Reporting Period:

- reviewed the annual and interim results and/or reports and the Group’s financial and accounting policies and practices;
- reviewed the scope of audit and the appointment of auditors;

### 董事會委員會

#### 審核委員會

本公司已根據上市規則第3.21條及企業管治守則成立審核委員會。審核委員會的書面職權範圍可於聯交所及本公司各自網站查閱。

審核委員會的主要職責是檢討及監督本集團的財務報告流程及內部控制系統、審查及批准關連交易，並向董事會提供意見。審核委員會由三名獨立非執行董事組成，即吳港平先生、黃彥林博士及武陽豐博士。吳港平先生為委員會主席，具備上市規則第3.10(2)及3.21條規定的合適資格。

審核委員會於報告期舉行四次會議，委員會成員的出席記錄載於本章節「董事會會議及董事出席記錄」一節。

以下為審核委員會於報告期的工作概要：

- 審閱年度及中期業績及／或報告以及本集團財務及會計政策及常規；
- 審閱審計範圍以及委任核數師；

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

- reviewed the financial control system and engagement of non-audit services; and
- reviewed the risk management and internal control systems and the effectiveness of internal audit function and discussed with the management and internal audit on their findings.
- 檢討財務監控系統及委聘非核數服務；及
- 審閱風險管理及內部監控系統以及內部審核職能的有效性，並與管理層及內部審計討論其發現。

### Remuneration and Appraisal Committee

The Company has established the Remuneration and Appraisal Committee in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code set out in Appendix C1 to the Listing Rules. The written terms of reference of the Remuneration and Appraisal Committee are available on the respective websites of the Stock Exchange and the Company.

The primary duties of the Remuneration and Appraisal Committee are to review and make recommendations to the Board regarding the terms of remuneration packages, bonuses and other compensation payable to the Directors and senior management. The Remuneration and Appraisal Committee comprises two independent non-executive Directors and one executive Director, namely Mr. NG Kong Ping Albert, Dr. HUANG Yanlin and Ms. WANG Lin (appointed on March 30, 2023). Dr. HUANG Yanlin is the chairman of the committee.

Mr. Gao, an executive Director has ceased to be a member of the Remuneration and Appraisal Committee with effect from January 13, 2023.

During the Reporting Period, three Remuneration and Appraisal Committee meeting was held. The attendance record of the committee members is set out in the section entitled “Board Meetings and Directors’ Attendance Records” in this chapter.

### 薪酬與考核委員會

本公司已根據上市規則第3.25條及上市規則附錄C1所載企業管治守則成立薪酬與考核委員會。薪酬與考核委員會的書面職權範圍可於聯交所及本公司各自網站查閱。

薪酬與考核委員會的主要職責是審閱有關應付予董事及高級管理層的薪酬方案、花紅及其他薪酬的條款，並就此向董事會提出建議。薪酬與考核委員會包括兩名獨立非執行董事及一名執行董事，即吳港平先生、黃彥林博士及王林女士（於2023年3月30日獲委任）。黃彥林博士為委員會主席。

執行董事高先生不再擔任薪酬與考核委員會的成員，於2023年1月13日生效。

薪酬與考核委員會於報告期舉行三次會議，委員會成員的出席記錄載於本章節「董事會會議及董事出席記錄」一節。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The following is a summary of work performed by the Remuneration and Assessment Committee during the Reporting Period:

- reviewed and made recommendations to the Board on the remuneration of the Directors and senior management;
- reviewed and made recommendations to the Board on the Company's policy and structure for the remuneration of Directors and senior management;
- reviewed the performance of duties of Directors and senior management of the Company and conduct annual performance appraisals on them;
- reviewed the Incentive Scheme and the Management Measures for Assessment for the Implementation of the Incentive Scheme, and the list of participants thereunder; and
- reviewed and made recommendation to the Board regarding the grant of incentive shares under the equity incentive scheme. While considering the grant of incentive shares, the Remuneration and Appraisal Committee had evaluated the remuneration of the grantee in comparable market peer and the value of grant to the grantee. After considering those factors, the Remuneration and Appraisal Committee recommended the proposed grant of incentive shares to the grantee to the Board for approval to appreciate the grantee's devotion and commitment to the Company which align with the purpose of the equity incentive scheme.

Details of the remuneration payable to each Director for the year ended December 31, 2023 are set out in Note 8 to the financial statements.

以下為薪酬與考核委員會於報告期的工作概要：

- 審閱董事及高級管理層的薪酬並向董事會作出建議；
- 檢討本公司董事及高級管理層的薪酬政策及架構並向董事會作出建議；
- 檢討本公司董事及高級管理層履行職責的情況及進行彼等的年度績效考核；
- 審閱激勵計劃及激勵計劃實施考核管理辦法及其項下的激勵對象名單；及
- 審閱關於根據股權激勵計劃授予激勵股份並向董事會作出建議。於考慮授予激勵股份時，薪酬與考核委員會已評估承授人於可資比較市場同行中的薪酬及授予承授人的價值。於考慮該等因素後，薪酬與考核委員會就建議向承授人授予激勵股份向董事會提出建議，以供批准表揚承授人對本公司之奉獻及投入，這與股權激勵計劃的目的之一致。

截至2023年12月31日止年度應付各董事的薪酬詳情載於財務報表附註8。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The remuneration of the members of senior management by band for the year ended December 31, 2023 is set out below:

截至2023年12月31日止年度，高級管理層成員的薪酬範圍載列如下：

REMUNERATION BANDS (RMB) 薪酬範圍(人民幣元)		NUMBER OF PERSONS 人數
1,000,000–10,000,000	1,000,000–10,000,000	1
0–1,000,000	0–1,000,000	1
TOTAL	合計	<u>2</u>

### Directors' remuneration policy

The remuneration of Directors comprises an annual directors' fee and may also be entitled to options and/or awards under the rules of the share option scheme or share award scheme adopted by the Company from time to time. Such remuneration is determined and recommended by the Remuneration and Appraisal Committee with reference to the respective Directors' qualifications, industry experience, position and performance, and the prevailing market conditions. The Company makes contributions to social insurance and housing provident funds as required by the PRC laws and regulations.

### 董事薪酬政策

董事薪酬包括年度董事袍金，及有權根據本公司不時採納的購股權計劃或股份獎勵計劃的規則獲得購股權及／或獎勵。相關薪酬由薪酬與考核委員會經參考各董事的資質、行業經驗、職位及表現以及現行市況釐定推薦。本公司按照中國法律法規的要求繳納社會保險及住房公積金。

### Nomination Committee

The Company has established the Nomination Committee in compliance with the Corporate Governance Code. The written terms of reference of the Nomination Committee are available on the respective websites of the Stock Exchange and the Company.

### 提名委員會

本公司已按照企業管治守則成立提名委員會。提名委員會的書面職權範圍可於聯交所及本公司各自網站查閱。

The primary duties of the Nomination Committee are to make recommendations to the Board regarding the appointment of Directors and Board succession. The Nomination Committee comprises one executive Director and two independent non-executive Directors, namely Mr. Zhang, Dr. HUANG Yanlin and Dr. WU Yangfeng. Mr. Zhang is the chairman of the committee.

提名委員會的主要職責是就董事的委任及董事會繼任事宜向董事會提出建議。提名委員會包括一名執行董事及兩名獨立非執行董事，即張先生、黃彥林博士及武陽豐博士。張先生為委員會主席。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

During the Reporting Period, three Nomination Committee meeting was held. The attendance record of the committee members is set out in the section entitled “Board Meetings and Directors’ Attendance Records” in this chapter.

於報告期，提名委員會曾舉行三次會議。委員會成員的出席記錄載於本章節「董事會會議及董事出席記錄」一節。

The following is a summary of work performed by the Nomination Committee during the Reporting Period:

以下為提名委員會於報告期的工作概要：

- assessed the independence of the independent non-executive Directors;
  - considered and made recommendations to the Board on the election of a director, select and recommend candidates for directorship;
  - reviewed the structure, size and composition of the Board diversity (including skills, knowledge and experience etc.); and
  - reviewed the implementation and effectiveness of the Board Diversity Policy and the Directors’ Nomination Policy.
- 評估獨立非執行董事的獨立性；
  - 考慮及就選舉董事向董事會作出建議、甄選及推薦董事候選人；
  - 檢討董事會多元化的架構、規模及組成(包括技能、知識及經驗等)；及
  - 審閱董事會多元化政策及董事提名政策的執行情況及有效性。

In assessing the Board composition, the Nomination Committee would take into account various aspects as well as factors concerning Board diversity as set out in the Company’s Board diversity policy, including but not limited to gender, skills, age, professional experience, knowledge, cultural, education background, ethnicity and length of service etc. The Nomination Committee would discuss and agree on measurable objectives for achieving diversity on the Board, where necessary, and recommend them to the Board for adoption.

於評估董事會組成時，提名委員會將考慮本公司董事會多元化政策所載有關董事會多元化的各個方面及因素，包括但不限於性別、技能、年齡、專業經驗、知識、文化、教育背景、民族以及服務年期。提名委員會將討論及協定實現董事會多元化之度量目標(倘必要)並向董事會推薦予以採納。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

In identifying and selecting suitable candidates for directorships, the Nomination Committee would consider the candidate's character, qualifications, experience, independence (for appointment of independent non-executive Directors), and Board diversity aspects, where appropriate, before making recommendation to the Board.

The method and procedure for nomination of directors are stipulated in the Articles of Association.

### Strategy Committee

The Company has established the Strategy Committee. The written terms of reference of the Strategy Committee are available on the respective websites of the Stock Exchange and the Company.

The primary duties of the Strategy Committee are to review and advise on mid to long term strategic positioning and development plans and to monitor the implementations of development plans. The Strategy Committee comprises one executive Director and two independent non-executive Directors, namely Mr. Zhang, Mr. NG Kong Ping Albert and Dr. WU Yangfeng. Mr. Zhang is the chairman of the committee.

During the Reporting Period, six Strategy Committee meetings were held. The attendance record of the committee members is set out in the section entitled "Board Meetings and Directors' Attendance Records" in this chapter.

就物色及挑選合適董事候選人而言，提名委員向董事會提出建議前，會考慮相關候選人的性格、資格、經驗、獨立性（就委任獨立非執行董事而言）及董事會多元化因素（如適用）。

組織章程細則中規定提名董事的方法及流程。

### 戰略委員會

本公司已設立戰略委員會。戰略委員會的書面職權範圍可於聯交所及本公司各自網站查閱。

戰略委員會的主要職責是審閱本公司中長期戰略定位及發展計劃並就此提出建議以及監控發展計劃的實施。戰略委員會包括一名執行董事及兩名獨立非執行董事，即張先生、吳港平先生及武陽豐博士。張先生為委員會主席。

於報告期，戰略委員會曾舉行六次會議。委員會成員的出席記錄載於本章節「董事會會議及董事出席記錄」一節。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The following is a summary of work performed by the Strategy Committee during the Reporting Period:

- to study and make recommendations on strategic planning for long-term development of the Company;
- to study and make recommendations on major investment and financing plans that are required to be approved by the Board;
- to study and make recommendations on major capital operation and asset management projects that are required to be approved by the Board; and
- to study and make recommendations on other major matters affecting the development of the Company.

以下為戰略委員會於報告期的工作概要：

- 研究本公司長期發展戰略規劃並提出建議；
- 研究須經董事會批准的重大投資及融資計劃並提出建議；
- 研究須經董事會批准的重大資本運作及資產管理項目並提出建議；及
- 研究其他影響本公司發展的重大事項並提出建議。

## CORPORATE GOVERNANCE FUNCTION

The Board is responsible for performing the functions set out in code provision A.2.1 of the Corporate Governance Code.

During the Reporting Period, the Board had reviewed:

- the Company's policies and practices on corporate governance, compliance with legal and regulatory requirements;
- code of conduct and compliance manual (if any) applicable to employees and Directors;
- the Company's compliance with the Corporate Governance Code and disclosure in the Corporate Governance Report; and
- training and continuous professional development of Directors and senior management relating to the roles, functions and duties of a director of a company listed on the Stock Exchange.

## 企業管治職能

董事會負責執行企業管治守則的守則條文第A.2.1條所載的職能。

於報告期，董事會已審查：

- 本公司關於企業管治、遵守法律和監管規定的政策及常規；
- 適用於僱員及董事的行為守則及合規手冊（如有）；
- 本公司遵守企業管治守則的情況及在企業管治報告內的披露；及
- 為董事和高級管理層提供的就聯交所上市公司董事的角色、職能及職責相關的培訓和持續專業發展。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

### BOARD MEETINGS AND DIRECTORS' ATTENDANCE RECORDS

The Company adopts the practice of holding Board meetings regularly, at least four times a year, and at approximately quarterly intervals. Both the Nomination Committee and the Remuneration and Appraisal Committee shall meet at least once every year; and the Audit Committee and Strategy Committee shall meet at least twice a year.

A summary of the attendance record of the Directors at Board meetings, committee meetings and general meeting during the year ended December 31, 2023 is set out in the following table below:

### 董事會會議及董事出席記錄

本公司採取定期舉行董事會會議的做法，每年至少四次，大約每季度一次。提名委員會和薪酬與考核委員會每年至少召開一次會議；及審核委員會和戰略委員會每年至少召開兩次會議。

截至2023年12月31日止年度，董事出席董事會會議、委員會會議及股東大會的記錄摘要載於下表：

Name of Director	Number of meeting(s) attended/Eligible to attend					Annual General Meeting
	Board	Audit Committee	Remuneration and Appraisal Committee	Nomination Committee	Strategy Committee	
董事姓名	董事會	審核委員會	薪酬與考核委員會	提名委員會	戰略委員會	股東週年大會
<b>Executive Directors:</b>	<b>執行董事：</b>					
Mr. ZHANG Dalei	6/6	N/A不適用	N/A不適用	3/3	6/6	1/1
Mr. GAO Fei (resigned on January 13, 2023)	1/1	N/A不適用	1/1	N/A不適用	N/A不適用	N/A不適用
Dr. CHEN Yuzhong (resigned on December 29, 2023)	5/5	N/A不適用	N/A不適用	N/A不適用	N/A不適用	1/1
Mr. CHEN Hailong (resigned on December 29, 2023)	5/5	N/A不適用	N/A不適用	N/A不適用	N/A不適用	1/1
Ms. WANG Lin (appointed on March 30, 2023)	4/4	N/A不適用	2/2	N/A不適用	N/A不適用	1/1
Dr. HE Chao (appointed on December 29, 2023)	1/1	N/A不適用	N/A不適用	N/A不適用	N/A不適用	N/A不適用
Mr. QIN Yong (appointed on December 29, 2023)	1/1	N/A不適用	N/A不適用	N/A不適用	N/A不適用	N/A不適用
<b>Non-executive Directors:</b>	<b>非執行董事：</b>					
Ms. WANG Mi (resigned on January, 13 2023)	0/1	N/A不適用	N/A不適用	N/A不適用	N/A不適用	N/A不適用
Ms. ZHU Tingyao (appointed on March 30, 2023 and resigned on July 27, 2023)	1/1	N/A不適用	N/A不適用	N/A不適用	N/A不適用	1/1
<b>Independent Non-executive Directors:</b>	<b>獨立非執行董事：</b>					
Mr. NG Kong Ping Albert	6/6	4/4	3/3	N/A不適用	6/6	1/1
Dr. WU Yangfeng	5/6	4/4	N/A不適用	3/3	5/6	1/1
Dr. HUANG Yanlin	6/6	4/4	3/3	3/3	6/6	1/1

## CORPORATE GOVERNANCE REPORT 企業管治報告

### BOARD DIVERSITY POLICY

Pursuant to Rule 13.92 of the Listing Rules, the Nomination Committee (or the board) shall have a policy concerning diversity of board members, and shall disclose the policy on diversity or a summary of the policy in the corporate governance report.

In order to enhance the effectiveness of the Board and to maintain the high standard of corporate governance, we have adopted the board diversity policy (the “**Board Diversity Policy**”) which sets out the objective and approach to achieve and maintain diversity of the Board. Pursuant to the Board Diversity Policy, we seek to achieve the diversity of the Board through the consideration of a number of factors when selecting the candidates to the Board, including but not limited to gender, skills, age, professional experience, knowledge, cultural, educational background, ethnicity and length of service. The ultimate decision of the appointment will be based on merit and the contribution that the selected candidates will bring to the Board.

The Board targets to maintain at least the current level of female representation, with the ultimate goal of achieving gender parity. The Board will continue to take opportunities to increase the proportion of female members over time as and when suitable candidates are identified.

### 董事會多元化政策

根據上市規則第13.92條，提名委員會（或董事會）應制定董事會成員多元化政策，並應在企業管治報告中披露多元化政策或政策概要。

為提升董事會的效率及維持高水準的企業管治，我們已採納董事會多元化政策（「**董事會多元化政策**」），其中載列實現和維持董事會多元化的目標和方法。根據董事會多元化政策，我們在甄選董事會候選人時，通過考慮多項因素力求實現董事會多元化，包括但不限於性別、技能、年齡、專業經驗、知識、文化、教育背景、民族及服務年期。最終委任決定將基於所選候選人將為董事會帶來的價值及貢獻。

董事會的目標是至少維持目前的女性代表水平，並最終實現性別均等。董事會在確定合適的候選人時，將隨時間繼續把握機會增加女性成員的比例。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The Company has taken, and will continue to take, steps to promote gender diversity at all levels of the Company, including but not limited to the Board and senior management levels. In particular, Ms. WANG Lin, one of the executive Directors, Ms. BAI Huihui, one of the Supervisors responsible for overseeing business operations, and Ms. YANG Wenting, the chief financial officer responsible for the overall management of corporate finance and Board related matters, are female and form part of the Board, board of Supervisors and senior management team. Going forward, the Company will continue to work to enhance gender diversity of the Board. The Board will use its best endeavors to appoint female Directors to the Board (keeping in mind the importance of management continuity and the timeline for retirement and re-appointment of Directors under the Articles of Association) and Nomination Committee will use its best endeavors and on suitable basis to identify and recommend multiple suitable female candidates to the Board for its consideration on appointment of a Director. The Company will also continue to ensure that there is gender diversity when recruiting staff at mid to senior level so that the Company will have a pipeline of female management and potential successors to the Board in due time to ensure gender diversity of the Board. The Group will continue to emphasize training of female talent and providing long-term development opportunities for female staff.

Directors have a balanced mix of knowledge and skills, including in biochemistry, software engineering, business development, investment management, legal and compliance and corporate finance. They obtained degrees in various majors including biochemistry, clinical medicine, economics and business administration, among others. The Company has three independent non-executive Directors with different industry backgrounds, representing more than one third of the members of the Board. Further details on the biographies and experience of the Directors are set out on pages 43 to 52 of this annual report.

本公司已經並將繼續採取步驟推進本公司各級別的性別多元化，包括但不限於董事會和高級管理層級別。具體而言，執行董事之一王林女士、負責監督業務營運的監事之一白惠惠女士及負責公司財務及董事會相關事宜的整體管理的首席財務官楊文婷女士均為女性並構成董事會、監事會及高級管理層團隊的一部分。展望未來，本公司將繼續致力提升董事會的性別多元化。董事會將盡最大努力向董事會委任女性董事（牢記管理連續性的重要性，以及組織章程細則規定的董事退任及再獲委任的時間表）及提名委員會將盡其最大努力，在適當的基礎上物色及向董事會推薦多名合適的女性候選人，供其考慮委任為董事。本公司亦將繼續確保在招聘中高層員工時保持性別多元化，以便本公司在適當的時候為董事會提供女性管理人員和潛在繼任者，以確保董事會的性別多元化。本集團將繼續重視女性人才的培養，為女性員工提供長期發展機會。

董事之間的知識及技能均衡搭配，包括生物化學、軟件工程、業務發展、投資管理、法律及合規以及企業融資。彼等獲得不同專業的學位，包括生物化學、臨床醫學、經濟學和工商管理。本公司有三名擁有不同行業背景的獨立非執行董事，佔董事會成員的三分之一以上。有關董事履歷及經驗的更多詳情載於本年報第43頁至52頁。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

Nomination Committee is responsible for ensuring the diversity of the Board members, monitoring the implementation of the Board Diversity Policy and reviewing the Board Diversity Policy from time to time to ensure its continued effectiveness. The Company will disclose in corporate governance report about the implementation of the Board Diversity Policy on an annual basis.

### NOMINATION POLICY

The Company has adopted the nomination policy which sets out the objectives, selection criteria and nomination procedures for identifying and recommending candidates for appointment or reappointment of Directors.

The Nomination Committee shall first review the structure, size and composition of the Board, assess the independence of independent non-executive Directors and then make recommendations to the Board on matters relating to the appointment of Directors.

When evaluating and determining the candidates of Directors, the Nomination Committee and the Board shall consider the following factors: personal characters; professional qualifications, skills, knowledge, and experience related to the Group's business and strategy; willing to devote sufficient time to fulfill the duties of the Directors and members of the Board committees; whether their appointment is in compliance with the requirements of the Listing Rules (including the independence requirements of independent non-executive Directors); whether their appointment is in compliance with the Company's Board diversity policy and any measurable targets adopted by the Nomination Committee to diversify the members of the Board.

提名委員會負責不時確保董事會成員的多元化、監控董事會多元化政策的實施並不時檢討董事會多元化政策，以確保該政策持續有效。本公司將每年於我們的企業管治報告中披露董事會多元化政策的執行情況。

### 提名政策

本公司已採納提名政策，其中列明物色及推薦候選人以委任或重新委任董事的宗旨、甄選標準及提名程序。

提名委員會應首先審閱董事會的架構、規模和組成，評估獨立非執行董事的獨立性，然後就董事任命相關事宜向董事會提出建議。

提名委員會和董事會在評估和確定董事候選人時，應考慮以下因素：個人品格；與本集團業務及戰略相關的專業資格、技能、知識和經驗；願意投入足夠時間履行董事及董事會委員會成員的職責；其委任是否符合上市規則的規定（包括獨立非執行董事的獨立性規定）；其委任是否符合本公司的董事會多元化政策以及提名委員會為多元化董事會成員而採用的任何可衡量目標。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

#### WORKFORCE DIVERSITY

Among all the employees, (including senior management) of the Company, male employees accounts for 60.47% and female employees accounted for 39.53%. The Company believes that the gender ratio (male: female) in the workforce is within the reasonable range. The total gender diversity of the Group is balanced and the Group will continue to maintain the gender diversity in workforce.

For further details of gender ratio and initiatives taken to improve gender diversity together with the relevant data, please refer to the disclosure in the Environmental, Social and Governance Report.

#### BOARD INDEPENDENCE

The Company recognizes that Board independence is key to good corporate governance. The Company has in place effective mechanisms that underpin an independent Board to ensure independent views and input are available to the Board and such mechanisms will be reviewed by the Board as appropriate from time to time. The Board believes that the following mechanisms are feasible and effective:

- The current composition of the Board comprising one third of the independent non-executive Directors and the members of the Audit Committee are all independent non-executive Directors, exceeds the independence requirements under the Listing Rules. The Remuneration and Appraisal Committee and Audit Committee are chaired by independent non-executive Directors.
- The independence of each independent non-executive Director is assessed upon his appointment and annually. All independent non-executive Directors are required to submit a written confirmation to the Company annually to confirm the independence of each of them and their immediate family members, and their compliance with the requirements as set out in the Rule 3.13 of the Listing Rules.

#### 僱員多元化

於本公司全體僱員(包括高級管理層)中，男性僱員佔60.47%，女性僱員佔39.53%。本公司認為，僱員的性別比例(男：女)在合理範圍內。本集團的整體性別多元化屬均衡，且本集團將繼續保持僱員性別多元化。

有關性別比例及為改善性別多元化而採取的舉措的進一步詳情及相關數據，請參閱環境、社會及管治報告所披露者。

#### 董事會獨立性

本公司深明董事會獨立性是良好企業管治的關鍵。本公司已建立有效機制，支持獨立的董事會，以確保董事會可獲得獨立的觀點及意見，董事會將不時酌情檢討該等機制。董事會認為以下機制屬切實有效：

- 現時董事會(三分之一為獨立非執行董事)及審核委員會成員(均為獨立非執行董事)的組成超過上市規則項下的獨立規定。薪酬與考核委員會及審核委員會均由獨立非執行董事擔任主席。
- 各獨立非執行董事的獨立性於其委任後每年評估一次。所有獨立非執行董事均須每年向本公司提交書面確認，以確認各自及其直系家屬成員之獨立性，以及其是否符合上市規則第3.13條所載之規定。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

- The remuneration of independent non-executive Directors is subject to a regular review to maintain competitiveness and commensurate with their responsibilities and workload.
- Directors are requested to declare their direct or indirect interests, if any, in proposals or transactions to be considered by the Board at the Board meetings and abstain from voting, where appropriate. External independent professional advice is available to all Directors, including independent non-executive Directors, whenever deemed necessary. The independent non-executive Directors have consistently demonstrated strong commitment and the ability to devote sufficient time to discharge their responsibilities at the Board.
- The Company has also established channels through formal and informal means whereby independent non-executive Directors can express their views in an open manner, and in a confidential manner, should circumstances requires.
- 獨立非執行董事的薪酬須定期檢討，以保持競爭力及與彼等職責及工作量相稱。
- 董事會在董事會會議考慮動議或交易時，董事須申報其直接或間接利益(如有)，並在適當情況下投棄投票。如有需要，所有董事(包括獨立非執行董事)均可獲得外部獨立專業意見。獨立非執行董事一貫展示堅定的承擔及可投入足夠時間履行董事會職責的能力。
- 本公司亦已透過正式及非正式方法建立渠道，讓獨立非執行董事能夠公開地表達意見，以及在情況需要時以保密方式表達意見。

## ANTI-CORRUPTION POLICY

The Company does not tolerate any form of bribery, whether direct or indirect, by, or of, its Directors, officers, employees, agents or consultants or any persons or companies acting for them or on their behalf. The Company adopts the anti-corruption policy in assisting the employees in recognising circumstances which may lead to or give the appearance of being involved in corruption or unethical business conduct, so as to avoid such conduct which is clearly prohibited, and to promptly seek guidance if necessary.

The anti-corruption policy will be reviewed on a regular basis, any convicted cases will be reported to the legal and compliance department of the Company.

## 反貪污政策

本公司絕不容忍其董事、高級職員、僱員、代理或顧問或為其行事或為彼等代表之任何人士或公司，直接或間接地作出任何形式之賄賂。本公司採用反貪污政策以幫助僱員識別可能導致或可能被牽涉入賄賂或不道德商業行為之情況，從而避免作出該等屬明確禁止之行為，並於必要時迅速尋求指引。

我們將定期檢討反貪污政策，任何被定罪之案件將向本公司的法律及合規部門匯報。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

#### WHISTLEBLOWING POLICY

The Company expects and encourages employees of the Group and those who deal with the Group (e.g. suppliers, customers, creditors and debtors) to report to the Company, in confidence, any suspected impropriety, misconduct or malpractice concerning the Group. The Company adopts the whistleblowing policy to provide reporting channels and guidance on reporting possible improprieties and reassurance to whistleblowers of the protection that the Group will extend to them in the formal system.

The whistleblowing policy will be reviewed on a regular basis, any suspected cases will be reported to the legal and compliance department of the Company.

#### DIVIDEND POLICY

The dividend policy of the Company aims to set out the principles and guidelines that the Company intends to apply in relation to the declaration, payment or distribution of its net profits as dividends to the Shareholders.

The declaration, form, frequency and amount of dividend paid by the Company must be in accordance with relevant laws and regulations and subject to the Article of Association.

The proposal of payment and the amounts of dividends will be made at the discretion of the Board and will depend on the Company's general business condition and strategies, cash flows, financial results and capital requirements, the interests of the Shareholders, taxation conditions, statutory and regulatory restrictions, and other factors that our Board deems relevant. Any dividend distribution shall also be subject to the approval of the Shareholders in a Shareholders' general meeting.

All Shareholders are entitled the same right to receive dividends and distributions distributed by shares or cash. The Board will review the dividend policy as appropriate from time to time.

#### 舉報政策

本公司期望並鼓勵本集團僱員以及與本集團有業務往來之人士(例如供應商、客戶、債權人及債務人)以保密方式向本公司報告任何有關本集團之可疑不當行為、失當行為或瀆職行為。本公司採納舉報政策，為舉報可能的不當行為提供舉報渠道及指引，並向舉報人保證本集團將在正式系統中向彼等提供保護。

我們將定期審閱舉報政策，並將任何可疑案件向本公司法律及合規部門匯報。

#### 股息政策

本公司的股息政策旨在列明本公司擬就向股東宣派、派付或分配其淨利潤作為股息的原則及指引。

本公司派發股息的宣派、形式、頻率和數額必須遵循相關法律法規的規定，並以組織章程細則為準。

董事會將酌情作出派付股息及股息金額的提案，並取決於本公司的整體業務狀況及策略、現金流量、財務業績及資本要求、股東利益、稅務條件、法定及監管限制，以及董事會認為相關的其他因素。任何股息分派亦須經股東於股東大會批准。

所有股東均享有同等權利收取以股份或現金分配的股息及分派。董事會將不時酌情檢討股息政策。

## CORPORATE GOVERNANCE REPORT 企業管治報告

### COMPANY'S CULTURE

The Board believes that corporate culture underpins the long-term business, economic success and sustainable growth of the Group. A strong culture enables the Company to deliver long-term sustainable performance and fulfil its role as a responsible corporate citizen. The Company is committed to developing a positive and progressive culture that is built on its Purpose, Vision and Mission.

During 2023, the Company continued to strengthen its cultural framework by focusing on the following:

- Vision: Provide high-quality healthcare services to everyone, aiming to make it as accessible as the air anytime and anywhere
- Mission: Accessible and Affordable to Everyone
- Values: Treat Customers as God; Pursue For Excellence; Be Always Passionate

The Board sets and promotes corporate culture and expects and requires all employees to reinforce. All of our new employees are required to attend orientation and training programs so that they may better understand our corporate culture, structure and policies, learn relevant laws and regulations, and raise their quality awareness. In addition, from time to time, the Company will invite external experts to provide training to our management personnel to improve their relevant knowledge and management skills.

The Board considers that the corporate culture and the purpose, values and strategy of the Group are aligned.

### 公司文化

董事會堅信，企業文化乃本集團的發展基石，有利於本集團長遠的業務發展、經濟成就及持續增長。強大的文化為本公司長遠可持續業績賦能並履行作為負責任企業公民的角色。本公司致力以其宗旨、願景及使命為本，創建積極進取的文化。

於2023年，本公司持續加強其文化框架，主要關注以下方面：

- 願景：讓優質的醫療健康服務像空氣一樣，隨時隨地，觸手可及
- 使命：讓健康無處不在
- 價值觀：客戶至上；追求卓越；永葆激情

董事會制定及推廣企業文化，期望並要求全體僱員加強企業文化。全體新僱員須參加入職培訓及培訓計劃，以便更好地理解企業文化、結構及政策，學習相關法律法規，提高彼等之品質意識。此外，本公司將不時邀請外部專家為我們的管理層人員提供培訓，以此提高彼等之相關知識及管理技能。

董事會認為本集團的企業文化與宗旨、價值觀及戰略屬一致。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

## RISK MANAGEMENT AND INTERNAL CONTROL

### Risk Management

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control systems.

The Company recognizes that risk management is critical to the success of business. Key operational risks faced by us include changes in the general market conditions and the regulatory environment of the AI-based medical imaging market in China, the ability to develop and commercialize the Company's portfolio, and ability to compete with other AI-based medical device companies. The Company also faces various financial risks. In particular, the Company are exposed to credit, liquidity, interest rate and foreign exchange risks that may arise in the normal course of business.

## 風險管理和內部控制

### 風險管理

董事會承認其對風險管理和內部監控系統以及審查其有效性的責任。此等系統旨在管理而非消除未能實現業務目標的風險，並且只能就重大錯誤陳述或損失提供合理而非絕對的保證。

董事會全權負責評估和確定其為實現公司戰略目標願意承擔的風險性質及程度，以及建立及維護適當有效的風險管理和內部控制系統。

本公司意識到風險管理對業務的成功至關重要。我們面臨的主要運營風險包括整體市況及中國人工智能醫學影像市場的監管環境的變化、我們開發及商業化產品組合的能力以及我們與其他人工智能醫療器械公司競爭的能力。本公司亦面臨各種財務風險。具體而言，本公司面臨正常業務過程中可能產生的信貸、流動資金、利率及外匯風險。

## CORPORATE GOVERNANCE REPORT 企業管治報告

The Company has adopted a consolidated set of risk management policies which set out a risk management framework to identify, assess, evaluate and monitor key risks associated with strategic objectives on an on-going basis. The Board is responsible for establishing internal control system and reviewing its effectiveness. The risk management department will prepare annual report at the beginning of each year identifying and assessing operation risks which will be submitted to general manager for review. The risk management department will then evaluate the implement of risk management procedures at the end of each year. During the Track Record Period, the Company regularly reviewed and enhanced internal control system. As of December 31, 2023, there were no material outstanding issues relating to the Group's internal control. The Company considers that Directors and members of senior management possess the necessary knowledge and experience in providing good corporate governance oversight in connection with risk management and internal control. The Board also believes that the internal control and risk management systems of the Company are adequate and effective.

The Audit Committee assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems. The management has reported to the Board and the Audit Committee on the effectiveness of the risk management and internal control systems for the Reporting Period.

The Board, as supported by the Audit Committee as well as the management, annually reviewed the effectiveness of the risk management and internal control systems, including the financial, operational and compliance controls, for the Reporting Period, and considered that such systems are effective and adequate. The annual review also covered the financial reporting and internal audit function and staff qualifications, experiences and relevant resources.

本公司已採納一套綜合風險管理政策，訂明風險管理框架，以持續識別、評估、評價和監察與我們的戰略目標有關的主要風險。董事會負責建立內部控制系統並審查其成效。風險管理部門將在每年年初編製年報，以識別及評估我們的運營風險，並將其提交至總經理進行審查。風險管理部門隨後於每年年末評估風險管理程序的實施情況。於往績記錄期間，本公司定期對內部控制系統進行檢討和完善。截至2023年12月31日，概無與本集團內部控制有關的重大未決事項。本公司認為董事和高級管理層成員擁有必要的知識和經驗，可在風險管理和內部控制方面提供良好的企業管治監督。董事會亦相信本公司的內部控制及風險管理系統足夠及有效。

審核委員會協助董事會領導管理層及監督其設計、實施及監察風險管理及內部監控系統。管理層已向董事會及審核委員會報告本報告期內風險管理及內部控制系統的有效性。

董事會在審核委員會及管理層的支持下，於報告期內每年審查風險管理及內部控制系統（包括財務、營運及合規監控）的有效性，並認為該等系統有效且足夠。年度審查亦涵蓋財務報告和內部審計職能以及員工資格、經驗和相關資源。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The Company has developed its disclosure policy which provides a general guide to the Company's Directors, officers, senior management and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries. Control procedures have been implemented to ensure that unauthorized access and use of inside information are strictly prohibited.

### Internal Control

The Board is responsible for establishing internal control system and reviewing its effectiveness. The Company has an internal audit department with sufficient staff to ensure full and effective implementation and supervision of the Company. Below is a summary of the internal control policies, measures and procedures that the Company has implemented:

- adopted various measures and procedures regarding each aspect of operations, such as protection of data and internal information, inventory and outsourcing management, and IT system. The Company also regularly monitor the implementation of those measures and procedures.
- periodically review compliance status with all relevant laws and regulations with assistance from the legal advisors.
- established the Audit Committee which shall (i) make recommendations to the Board on the appointment and removal of external auditors; and (ii) review the financial statements and render advice in respect of financial reporting as well as oversee the risk management and internal control procedures of the Group.

本公司製定了披露政策，為本公司董事、高級職員、高級管理層和相關僱員處理機密資料、監控資料披露和回應查詢提供一般指引。控制程序已予落實，以確保嚴格禁止未獲授權訪問及使用內部資料。

### 內部控制

董事會負責建立內部控制系統並審查其成效。本公司設有內部審計部門，人員充足，確保本公司全面、高效執行和監督。下文為本公司已實施的內部控制政策、措施和程序的概要：

- 針對營運的各個方面（例如數據及內部資料保護、存貨及外包管理以及IT系統）採取了各種措施和程序。本公司亦定期監察該等措施及程序的實施情況。
- 在法律顧問的協助下，定期檢討所有相關法律法規的遵守情況。
- 成立審核委員會，該委員會應(i)就外核數師的任命和罷免向董事會提出建議；及(ii)審查財務報表並就財務報告提供意見，並監督本集團的風險管理及內部控制程序。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

- engaged a compliance adviser to provide advice to Directors and management team regarding matters relating to the Listing Rules. The compliance adviser is expected to, inter alia, ensure the use of the proceeds from the Global Offering complies with “Future Plans and Use of Proceeds” in the Prospectus and provide support and advice regarding the requirements of relevant regulatory authorities on a timely basis.
- maintained strict anti-corruption policies among sales personnel and distributors in sales and marketing activities. The Company has issued Anti-Corruption Management Regulations, which clearly define the key areas and key steps of anti-corruption function and the responsibilities and authorities of relevant departments in carrying out anti-corruption function.
- adopted various measures and procedures regarding treasury management, including but not limited to procedures of capital management, bank account management, financial budget preparation, and treasury payment.
- dedicated to cultivating a compliance culture among all of employees. To ensure such compliance culture is embedded into everyday workflow and set the expectations for individual behavior across the Group, the Company conducted regular internal compliance checks and inspections, adopt strict accountability internally and conduct compliance training.
- established four committees under the Board pursuant the corporate governance practice requirements under the Listing Rules, including the Audit Committee, Remuneration and Appraisal Committee, Nomination Committee and Strategy Committee.
- adopted internal protocols governing both the confidentiality and privacy for operational data and third-party data, covering data collection, data storage as well as data access.
- 委聘合規顧問就有關上市規則的事宜向董事及管理團隊提供意見。預期我們的合規顧問將(其中包括)確保全球發售所得款項的用途符合招股章程「未來計劃及所得款項用途」所載用途，並及時就相關監管部門的規定提供支持及意見。
- 對從事銷售及市場推廣業務的銷售人員及分銷商維持嚴格的反貪污政策。本公司已發佈《反貪污管理規定》，當中明確界定了反貪污職能的主要範圍及主要步驟以及相關部門在履行反貪污職能方面的責任及職權。
- 已就資金管理，包括但不限於資本管理、銀行賬戶管理、財務預算編製及資金支付程序採納多項措施及程序。
- 致力於在所有僱員之間培養合規文化。為確保該合規文化融入日常工作流程並於本集團內樹立個人操守期望，本公司會進行定期內部合規檢查及視察、採取嚴格的內部問責制及進行合規培訓。
- 根據上市規則的企業管治常規規定，董事會下設四個委員會，包括審核委員會、薪酬與考核委員會、提名委員會及戰略委員會。
- 已採納內部守則規管我們運營數據及第三方數據的機密性及隱私，涵蓋數據收集、數據儲存以及數據查閱。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

#### DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements of the Company for the year ended December 31, 2023.

The Directors were not aware of any material uncertainties relating to events or conditions which may cast significant doubt upon the Group's ability to continue as a going concern.

The statement of the independent auditors of the Company about their reporting responsibilities on the financial statements is set out in the Independent Auditors' Report on pages 223 to 226 of this annual report.

#### AUDITOR'S REMUNERATION

Details of the fees paid or payable to the Company's auditors for the year ended December 31, 2023 are set out in the table below:

##### Services rendered for the Company

為本公司提供的服務

RMB'000

人民幣千元

Audit services

審核服務

2,880

#### COMPANY SECRETARY

Ms. SO Lai Shan ("Ms. So") from Vistra Corporate Services (HK) Limited, an external service provider, has been engaged by the Company as a joint company secretary. Another joint company secretary, Ms. YANG Wenting ("Ms. Yang"), the chief financial officer of the Company, acts as the primary contact person at the Company of Ms. So.

In compliance with Rule 3.29 of the Listing Rules, Ms. So and Ms. Yang have undertaken not less than 15 hours of relevant professional training to update their skills and knowledge during the Reporting Period.

#### 董事就財務報表的責任

董事確認彼等須負責編製本公司截至2023年12月31日止年度的財務報表。

董事並不知悉有任何可能會對本集團之持續經營能力構成重大疑慮之重大不明朗事件或情況。

本公司獨立核數師關於彼等就財務報表的申報責任的聲明載於本年報第223至226頁的獨立核數師報告。

#### 核數師薪酬

截至2023年12月31日止年度已支付或應付予本公司核數師的費用詳情載於下表：

#### 公司秘書

本公司已聘請外部服務供應商Vistra Corporate Services (HK) Limited的蘇麗珊女士(「蘇女士」)擔任聯席公司秘書。另一位聯席公司秘書楊文婷女士(「楊女士」)(本公司首席財務官)擔任蘇女士在本公司的主要聯繫人。

根據上市規則第3.29條，於報告期，蘇女士及楊女士已接受不少於15小時的相關專業培訓，以更新其技能及知識。

## CORPORATE GOVERNANCE REPORT 企業管治報告

### SHAREHOLDERS' RIGHTS

#### Rights to Convene Extraordinary General Meeting

To safeguard Shareholders' interests and rights, the Shareholders are encouraged to participate at the general meetings of the Company and to vote thereat. An annual general meeting of the Company shall be held each year and at the place as may be determined by the Board. Each general meeting, other than an annual general meeting, shall be called an extraordinary general meeting.

The annual general meeting of the Company will provide a forum for the Board and the Shareholders to communicate. The Board will answer questions raised by Shareholders at the annual general meeting.

Pursuant to Article 61 of the Articles of Association, the general meeting shall be convened by the Board. If the Board is unable or fails to fulfill the obligation of convening the meetings of the general meeting, the Board of Supervisors shall convene such meetings. If the Board of Supervisors does not convene such meetings, the Shareholders individually or jointly holding no less than 10% of the Company's shares for no less than 90 consecutive days may convene such meetings on their own.

Independent Directors shall have the right to propose for an extraordinary general meeting to the Board. The Board shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of Shareholders according to the provisions of the laws, administrative regulations, Listing Rules and the Articles of Association within 10 days after receiving a proposal put forward by independent Directors on convening an extraordinary general meeting of Shareholders. Directors will issue a notice to convene a Shareholders' general meeting within 5 days after making the resolution where it agrees to convene an extraordinary general meeting of Shareholders; where the Board disagree to convene an extraordinary general meeting, it shall explain the reasons and make a public notice.

### 股東權利

#### 召開臨時股東大會的權利

為保障股東權益，本公司鼓勵股東參加本公司股東大會並在會上投票。本公司股東週年大會應每年舉行一次，地點由董事會決定。除股東週年大會外，每次股東大會均稱為臨時股東大會。

本公司股東週年大會將為董事會及股東提供溝通的平台。董事會將在股東週年大會上回答股東提出的問題。

根據組織章程細則第61條，股東大會由董事會召集。董事會不能或不履行召集股東大會職責的，由監事會召集。監事會不召集的，連續90日以上單獨或者合計持有公司10%以上股份的股東可以自行召集。

獨立董事有權向董事會提議召開臨時股東大會。對獨立董事要求召開臨時股東大會的提議，董事會應當根據法律、行政法規、上市規則和組織章程細則的規定，在收到獨立董事提議後10日內提出同意或不同意召開臨時股東大會的書面反饋意見。董事在作出同意召開臨時股東大會的決議後5日內發出召開股東大會的通知；董事會不同意召開臨時股東大會的，應當說明理由並予以公告。



## CORPORATE GOVERNANCE REPORT

### 企業管治報告

#### Procedures for Putting Forward a Proposal at the General Meeting

Pursuant to Article 64 of the Articles of Association, when the Company convenes a general meeting, Shareholders individually or jointly holding more than 3% of the shares of the Company may submit an interim proposal in writing to the convener 10 days before the general meeting is held. The convener shall issue a supplementary notice of the general meeting within 2 days after receiving the proposal and make a public announcement of the contents of such extempore proposal.

Unless it is prescribed by the preceding paragraph, the convener shall, after sending out a notice on the general meeting, not amend the proposal as mentioned in the aforesaid notice or add any new proposal.

#### Right to Put Enquiries to the Board

Shareholders and investors may send written enquiries or requests to the Company as follows:

Address: Room 21, 4th Floor, Building 2, A2 Yard, West Third Ring North Road, Haidian District, Beijing, PRC

Email: ir@airdoc.com

Tel: 8610-82362300

Enquiries will be dealt with in a timely and informative manner.

#### 在股東大會上提出提案的程序

根據組織章程細則第64條，本公司召開股東大會時，單獨或者合計持有本公司3%以上股份的股東可以在股東大會召開10日前以書面形式向召集人提出臨時提案。召集人應當在收到提案後2日內發出股東大會補充通知及就該臨時提案的內容作出公告。

除前款規定外，召集人在發出股東大會通知後，不得修改前款通知中的提案或增加新的提案。

#### 向董事會提出查詢的權利

股東及投資者可按以下方式向本公司發出書面查詢或要求：

地址：中國北京市海淀區西三環北路甲2號院2號樓4層21室

電子郵件：ir@airdoc.com

電話：8610-82362300

查詢將以適時及提供有用資料的形式處理。

## CORPORATE GOVERNANCE REPORT 企業管治報告

### COMMUNICATION WITH SHAREHOLDERS

### 與股東的溝通

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and understanding of the Group's business performance and strategies. The Company recognizes the importance of timely and non-selective disclosure of information, which will enable Shareholders and investors to make the informed investment decisions.

本公司認為與股東進行有效溝通對於增進投資者關係及瞭解本集團的業務表現及策略至關重要。本公司認識到及時和非選擇性披露資料的重要性，這將使股東和投資者能夠做出明智的投資決策。

The Company adopted the shareholders communication policy, which set out the framework the Company has put in place to promote effective communication with shareholders so as to enable them to engage actively with the Company and exercise their rights as shareholders in an informed manner. The shareholders communication policy will be reviewed on a regular basis by the Board.

本公司已採納股東通訊政策，其中載列本公司為促進與股東的有效溝通而建立的框架，以便彼等能積極參與本公司並以知情的方式行使彼等作為股東的權利。董事會將定期審閱股東通訊政策。

The Company has established a range of communication channels between itself and its Shareholders, investors and other stakeholders. These include (i) the publication of interim and annual reports and/or dispatching circulars, notices, and other announcements; (ii) the annual general meeting or extraordinary general meeting providing a forum for Shareholders to raise comments and exchanging views with the Board; (iii) updated and key information of the Group available on the Company's website and the Stock Exchange's website; (iv) the Company's website offering communication channel between the Company and its stakeholders; and (v) the Company's H share registrar in Hong Kong serving the Shareholders in respect of all share registration matters.

本公司已就其本身與其股東、投資者及其他利益相關方設立多個溝通渠道。當中包括(i)刊發中期及年度報告及／或寄發通函、通告及其他公告；(ii)股東週年大會或臨時股東大會為股東提供向董事會提出意見及交流觀點的平台；(iii)於本公司網站及聯交所網站可供查閱的本集團最新及主要資料；(iv)本公司網站提供本公司與其利益相關方之間的溝通渠道；及(v)本公司於香港的H股證券登記處就所有股份登記事宜為股東提供服務。

The Company held its annual general meeting on June 27, 2023 (the "AGM"). All resolutions proposed at the AGM were passed. For details, please refer to poll results announcement of the Company dated June 27, 2023.

本公司已於2023年6月27日舉行其股東週年大會(「股東週年大會」)。所有於股東週年大會上提呈的決議案均獲通過。詳情請參閱本公司日期為2023年6月27日投票結果的公告。

## CORPORATE GOVERNANCE REPORT

### 企業管治報告

The Company also held its first and second extraordinary general meetings on March 30, 2023 and December 29, 2023 (the “EGMs”) respectively. All resolutions proposed at the EGMs were passed. For details, please refer to poll results announcements of the Company dated March 30, 2023 and December 29, 2023 respectively.

Having considered the multiple channels of communication and shareholders engagement in the general meetings held during the year, the Board is satisfied that the shareholders communication policy has been properly implemented during 2023 and is effective.

### CHANGES IN CONSTITUTIONAL DOCUMENTS

During the year ended December 31, 2023, the Articles of Association has been amended at the AGM held on June 27, 2023 and the 2022 second extraordinary general meeting held on December 29, 2023, and the latest version of the Articles of Association is available on the respective websites of the Stock Exchange and the Company. Details of the amendments, please refer to the Company’s announcements dated June 27, 2023 and December 29, 2023.

Apart from the above, there was no significant change to the constitutional documents of the Company for the year ended December 31, 2023.

本公司亦分別於2023年3月30日及2023年12月29日舉行其第一次及第二次臨時股東大會(「臨時股東大會」)。所有於臨時股東大會上提呈的決議案均獲通過。詳情請參閱本公司日期分別為2023年3月30日及2023年12月29日投票結果的公告。

經考慮年內舉行的股東大會的多種溝通渠道及股東出席情況後，董事會信納，股東通訊政策於2023年內已適當實施，且為有效。

### 章程文件的變化

截至2023年12月31日止年度，組織章程細則已於2023年6月27日舉行之股東週年大會及2023年12月29日舉行之2022年第二次臨時股東大會上修訂，可於聯交所及本公司各自的網站上查閱最新版本組織章程細則。有關修訂的詳情，請參閱本公司日期為2023年6月27日及2023年12月29日的公告。

除上述外，截至2023年12月31日止年度，本公司章程文件並無重大變動。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### ABOUT THE REPORT

The report (“**Report**”) is the third Environmental, Social and Governance (“**ESG**”) Report published by Beijing Airdoc Technology Co., Ltd. (hereinafter referred to as the “**Company**”, “**we**” or “**Airdoc**”). Prepared based on the principles of materiality, quantification and consistency, the Report gives a comprehensive overview of the Company’s management approach and performance in ESG from January 1, 2023 to December 31, 2023, with focus on issues of concern to internal and external stakeholders and the ways to reflect the economic, environmental and social sustainability. Unless otherwise stated, the information presented in the Report is the data recorded for the year 2023. The Report covers Beijing Airdoc Technology Co., Ltd. and its subsidiaries, which is consistent with the scope of the annual report.

### Principles of Preparation

The Report was prepared in accordance with the following reporting principles:

**Materiality:** Material ESG issues were identified through materiality assessment and disclosed in the ESG report;

**Quantification:** Quantitative information on environmental and social areas was presented in the ESG report with explanation of its purpose and impact, and comparative data will be provided in subsequent annual ESG reports;

**Consistency:** The Report is our third ESG report, and we will use a consistent method to disclose ESG information in subsequent years to facilitate meaningful year-on-year comparisons.

### 關於本報告

本報告是北京鷹瞳科技發展股份有限公司(以下簡稱「本公司」、「我們」或「鷹瞳科技」)發佈的第三份環境、社會及管治(「ESG」)報告，秉承重要性、量化及一致性的原則，全面闡釋本公司於2023年1月1日至2023年12月31日在ESG方面的管理方針及工作表現，並集中討論本公司內部及外部利益相關方關注的事宜，以及本公司如何體現經濟、環境及社會的可持續發展。除另有註明外，本報告呈列的信息為2023年度的數據表現，本報告的主體範圍包括北京鷹瞳科技發展股份有限公司及其附屬公司，與年報覆蓋範圍一致。

### 報告編製原則

本報告乃根據下列呈報原則編製：

**重要性：**通過重要性評估確定主要ESG議題，相關內容已經在ESG報告中披露；

**量化：**環境及社會方面的量化資料於ESG報告呈列，並附帶說明闡述其目的及影響，後續年度ESG報告中將提供對比數據；

**一致性：**本報告為我們的第三份ESG報告，而我們將在往後年度採用一致的方法進行ESG信息的披露，以方便做逐年有意義的比較。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Basis of Preparation

The Report was prepared in accordance with the requirements of the Environmental, Social and Governance Reporting Guide (the “**ESG Reporting Guide**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

### Access and Response to the Report

You can download the Chinese and English versions of the Report on the website of the Stock Exchange (<http://www.hkexnews.hk>) and the Company’s website (<http://www.airdoc.com>). The Report is published in both Chinese and English. In the event of any discrepancy between the two versions, the Chinese version shall prevail. If you have any comments or suggestions on the Company’s ESG performance, please send an email to [ir@airdoc.com](mailto:ir@airdoc.com).

### Disclaimer

Portions of the Report that are forward-looking may be subject to uncertainties, causing material difference in actual results. The Company assumes no obligation to update any forward-looking statements in the Report.

### 報告編製依據

本報告是依據香港聯合交易所有限公司（簡稱「**聯交所**」）《環境、社會及管治報告指引》（簡稱「**ESG報告指引**」）的要求而編製的。

### 獲取及回應本報告

您可以在聯交所(<http://www.hkexnews.hk>)及本公司的網站(<http://www.airdoc.com>)下載本報告的中英文版本。本報告以中英文兩種文字出版，在對兩種版本理解發生歧義時，請以中文版本為準。如您對公司的ESG表現有任何意見或建議，歡迎發送郵件至[ir@airdoc.com](mailto:ir@airdoc.com)。

### 免責申明

本報告的部分內容具有一定前瞻性，易受到不確定因素的影響，而導致實際結果產生重大差異。本公司不承擔更新本報告中任何前瞻性聲明的義務。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### ABOUT US

Founded in September 2015, Airdoc focuses on providing comprehensive AI-empowered solutions for early detection, diagnosis and health risk assessment of chronic fundus and ophthalmic diseases. Our offerings also encompass eye health management services such as myopia prevention and visual training. Our in-house developed AI-empowered retina-based deep algorithm platform is in a leading position in the industry, and we are among the first to provide early detection, diagnosis and risk assessment services based on this technology in China. On November 5, 2021, Airdoc was successfully listed on the Stock Exchange (stock code: 2251) and became the first HK-listed medical AI company.

Our portfolio of fundus retina AI products provides AI-empowered retina-based early detection, diagnosis and health risk assessment solutions with the potential to cover a wide range of application scenarios and multiple chronic diseases. Our myopia prevention and control AI and visual training AI products, combined with fundus retina AI, empower the formation of an integrated AI-powered diagnostic and therapeutic eye health solution for all age groups throughout their lifetime. This solution ranges from AI-based examination and fitting, AI-based assessment and predictive analysis, to the prevention, correction and control of myopia, as well as AI-based strabismic and amblyopic visual training. Given the wide range of healthcare scenarios that can use our products, we have developed a flexible and multi-channel sales and marketing strategy to cover various commercialization pathways in medical institutions, consumer healthcare environments and eye health management settings. In 2023, through our SaMDs and health risk assessment solutions, we detected a total of 6.83 million cases, of which 31,459 significant positive cases were identified, making a significant contribution to the early detection of serious illnesses for the general public.

### 關於我們

鷹瞳科技成立於2015年9月，專注於運用人工智能技術為慢性眼底疾病和眼科疾病的早期檢測、診斷以及健康風險評估提供全方位的解決方案，同時也涵蓋近視預防和視力訓練等眼健康管理服務。我們自主研發的人工智能視網膜影像深度算法平台處於行業領先地位，並且是中國首批提供基於該技術的早期檢測、診斷和風險評估服務的公司之一。2021年11月5日在聯交所成功上市，股票代碼2251，成為「醫療AI第一股」。

我們的眼底視網膜AI產品組合基於人工智能視網膜影像識別技術，提供早期檢測、診斷及健康風險評估解決方案，有潛力覆蓋廣泛的應用場景及多種慢性疾病：近視防控AI及視覺訓練AI產品與眼底視網膜AI相結合，聯動賦能，形成了從AI檢查驗配、AI評估與預測分析，到近視的預防、矯正和控制，以及斜、弱視AI視覺訓練，這樣的一體化AI賦能診療的全年齡段全生命週期的眼健康解決方案。由於多種醫療健康場景均可使用我們的產品，我們開發出了一套靈活、多渠道的銷售及營銷策略以涵蓋醫療機構、大健康場景及眼健康管理場景的多種商業化管道。2023年，通過SaMD和健康風險評估解決方案，我們共檢測了6.83百萬病例，其中有31,459例重大陽性案例被我們識別出，為廣大群眾早期發現重症做出了重要貢獻。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

In 2023, the Company received the following external awards

2023年本公司獲得外部認可情況

Name of award 獎項名稱	Sponsor 主辦方
<ul style="list-style-type: none"> <li>China Patent Excellence Award</li> <li>中國專利優秀獎</li> </ul>	<ul style="list-style-type: none"> <li>China National Intellectual Property Administration</li> <li>國家知識產權局</li> </ul>
<ul style="list-style-type: none"> <li>Special Commendation Gold Awards at the Salon International des Inventions de Genève (Myopia light therapy device, intelligent screening and diagnosis system for chronic diseases based on fundus image recognition)</li> <li>日內瓦國際發明展特別嘉許金獎 (近視光照治療儀、基於眼底圖像識別的慢性病智能篩查與診斷系統)</li> </ul>	<ul style="list-style-type: none"> <li>Swiss Federal Government</li> <li>Government of the Canton of Geneva</li> <li>World Intellectual Property Organisation</li> <li>瑞士聯邦政府</li> <li>日內瓦州政府</li> <li>世界知識產權組織</li> </ul>
<ul style="list-style-type: none"> <li>Beijing Intellectual Property Advantageous Units (Original Demonstration Units)</li> <li>北京市知識產權優勢單位(原示範單位)</li> </ul>	<ul style="list-style-type: none"> <li>Beijing Municipal Intellectual Property Office</li> <li>北京市知識產權局</li> </ul>
<ul style="list-style-type: none"> <li>Shanghai Patent Pilot Enterprise</li> <li>上海市專利工作試點企業</li> </ul>	<ul style="list-style-type: none"> <li>Shanghai Intellectual Property Administration</li> <li>上海市知識產權局</li> </ul>
<ul style="list-style-type: none"> <li>2023 Shanghai Specialised and Special New Small and Medium-sized Enterprise</li> <li>2023年上海市專精特新中小企業</li> </ul>	<ul style="list-style-type: none"> <li>Shanghai Municipal Commission of Economy and Informatization</li> <li>上海市經濟和信息化委員會</li> </ul>
<ul style="list-style-type: none"> <li>Most Socially Responsible Listed Company</li> <li>最具社會責任上市公司</li> </ul>	<ul style="list-style-type: none"> <li>Zhitong Caijing</li> <li>智通財經</li> </ul>
<ul style="list-style-type: none"> <li>2023 China Healthcare Outstanding Enterprise in ESG</li> <li>2023年度華夏大健康ESG優秀企業</li> </ul>	<ul style="list-style-type: none"> <li>China Times</li> <li>華夏時報</li> </ul>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

Name of award 獎項名稱	Sponsor 主辦方
<ul style="list-style-type: none"> <li>2023 Sina Finance Golden Qilin Most Promising HK-listed Medical Companies</li> <li>2023 新浪財經金麒麟最具潛力港股醫藥公司</li> </ul>	<ul style="list-style-type: none"> <li>Sina Finance</li> <li>新浪財經</li> </ul>
<ul style="list-style-type: none"> <li>Intellectual Property Management System Certification</li> <li>知識產權管理體系認證證書</li> </ul>	<ul style="list-style-type: none"> <li>Zhongzhi (Beijing) Certification Co., Ltd.</li> <li>中知(北京)認證有限公司</li> </ul>
<ul style="list-style-type: none"> <li>China Hospital High-quality Development and Professional Promotion Project 2023 Digital Healthcare Optimal Solution • Golden Ruyi Award for Excellent Solution</li> <li>中國醫院高質量發展專業促進工程2023數字醫療優選解決方案 • 金如意獎優秀解決方案</li> </ul>	<ul style="list-style-type: none"> <li>CN-Healthcare, Hainan Boao Research Institute of Medical Innovation</li> <li>健康界、海南博鳌醫學創新研究院</li> </ul>
<ul style="list-style-type: none"> <li>2022 ChinaNet • Technological Enterprise Vanguard List</li> <li>2022 中國網 • 科技企業先鋒榜</li> </ul>	<ul style="list-style-type: none"> <li>China Net (China Internet Information Center)</li> <li>中國網(中國互聯網新聞中心)</li> </ul>
<ul style="list-style-type: none"> <li>China Top 50 Digital Healthcare Technology Innovation Enterprises</li> <li>中國數字醫療科技創新企業50強</li> </ul>	<ul style="list-style-type: none"> <li>DeepTech</li> <li>DeepTech</li> </ul>



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### BOARD STATEMENT

The Company recognises the importance of good corporate governance and risk management processes, including the management of ESG matters that are critical to our sustainable development. We have established an ESG management system, including the ESG Committee under the Board of Directors and ESG-related departments, to clarify the division of labour at all levels and to promote the implementation of ESG work. The ESG Committee under the Board of Directors guides the sustainability direction of the Company, develops the overall vision, goals and management strategies for the Company's sustainability, and reviews the annual ESG report of the Company. The Report fully discloses the progress and outcome of the Company's ESG work in 2023. The Board and all directors of the Company confirm that there are no misrepresentations, misleading statements or material omissions in the Report.

Based on the external socio-economic macro-environment and the Company's development strategy, the management team of the Company dynamically assesses the importance of ESG issues, discusses and determines the risks and opportunities of the Company in environmental, social and corporate governance, and regards the management and improvement of key issues as annual strategic work for sustainable development, carries out management on ESG plans and targets, and monitors ESG performance. In the materiality assessment of ESG issues, we found that R&D and innovation, intellectual property rights, information security and privacy protection, product quality and after-sales service support, community public welfare, staff caring and welfare, employee development and training were the top ESG issues that internal and external stakeholders paid close attention to. Based on this, the Company focuses managing resources and clarifies the priorities of disclosure.

#### 董事會聲明

本公司深知良好的公司治理和風險管理流程的重要性，其中亦包括對我們可持續發展至關重要的ESG事項管理。我們建立了包括董事會下屬ESG工作委員會和ESG相關部門等在內的ESG管理體系，明確各級分工，推進ESG工作的落實。董事會下屬ESG工作委員會指引公司的可持續發展方向，制定公司可持續發展的整體願景、目標和管理策略，審議本公司年度ESG工作報告。本報告詳盡披露本公司2023年ESG工作的進展與成效，本公司董事會及全體董事確認本報告內容不存在任何虛假記載、誤導性陳述或重大遺漏。

基於外部社會經濟宏觀環境和公司發展戰略，本公司管理團隊動態評估ESG議題的重要性，討論並確定本公司在環境、社會和公司治理方面的風險與機遇，將重點議題的管理與提升作為可持續發展年度戰略工作，開展ESG工作計劃和目標管理，監督ESG工作績效表現。在ESG議題的重要性評估中，我們發現研發創新與知識產權、信息安全與隱私保護、產品質量與售後服務支持、社區公益、員工關愛與福利、員工發展與培訓等都屬於內外部利益相關方重點關注的ESG議題，以此為基礎，公司聚焦管理資源並明確披露重點。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The Company strictly protects user privacy, encourages innovation in product R&D which is also driven by user needs and guided by market trend, strictly controls product quality, and values customer service management. Adhering to the principle of mutual benefit and win-win cooperation, we actively integrate and share the advantageous resources in the industry, and form a community with various stakeholders to seek profits for shareholders, seek values for customers, share the results of corporate development with employees, and benefit the society.

In addition, we are also keenly aware of the opportunities and challenges brought by increasingly tightened regulations and the trend of green, safe and sustainable development. In the future, we will adjust our management strategies, ways and approaches to promote sustainable development according to the expectations of stakeholders and our actual operations, aiming to continuously improve our sustainability level.

### SUSTAINABILITY MANAGEMENT

Since the United Nations World Commission on Environment and Development proposed the concept of “sustainable development” in 1987, sustainable development has become an issue closely related to every enterprise and individual. Since our establishment, the Company has been adhering to the business philosophy of common development of economy, society and environment, promoting sustainable business practices and fulfilling corporate social responsibilities, in order to better grasp the opportunities brought about by the development of the industry.

本公司嚴格保護用戶隱私，在產品研發方面堅持以用戶需求為驅動力，以市場為導向，鼓勵創新，嚴格把關產品質量，重視客戶服務管理。我們秉承互利互惠、合作共贏的原則，積極整合與分享行業優勢資源，與各利益相關方組成共同體，為股東謀利，為客戶創造價值，與員工共享企業發展成果，造福社會。

除此之外，我們還清醒地意識到，不斷增強的監管要求和綠色安全可持續發展的趨勢都給本公司的經營帶來了機遇和挑戰。未來，我們將持續根據利益相關方的期望和公司實際運營情況調整可持續發展管理策略及推進的方式方法，不斷提升本公司可持續發展水平。

### 可持續發展管理

自從1987年聯合國環境與發展世界委員會第一次提出「可持續發展」的概念，可持續發展便成為與每個企業及個人息息相關的議題。本公司自成立以來，一直遵循經濟、社會及環境共同發展的經營理念，推進可持續性的業務實踐並履行企業社會責任，以更好地把握行業發展帶來的機遇。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### United Nations Sustainable Development Goals

##### 聯合國可持續發展目標

No poverty  
Good health and well-being  
Sustainable cities and communities

消除貧困  
良好的健康與福祉  
可持續城市與社區

Decent work and economic growth

體面工作與經濟增長

#### Our actions

##### 我們的行動

Adhering to the mission of “Accessible and Affordable to Everyone”, Airdoc has been widely carrying out social welfare activities with the theme of caring for adolescent’s eye health and national chronic disease screening, and vigorously promoting affordable medical services, with a view to realising the corporate vision of doing a physical examination with RMB1 in one minute. At the same time, the Company actively cares about the physical and mental health of its employees and provides them with free health check-ups.

Airdoc一直以來秉持「讓健康無處不在」的使命，廣泛開展以關愛青少年眼健康和國民慢性病篩查為主題的社會公益活動，大力推廣平價醫療服務，致力於實現一分鐘一塊錢做一次體檢的企業願景。同時積極關心員工的身心健康，為員工提供免費的健康體檢。

Airdoc has always been implementing the concept of people-oriented management. It has taken a number of measures to ensure a comfortable working environment for its employees, provided various employee benefits, and advocated an equal and democratic workplace culture. At the same time, it carries out campus recruitment and endeavours to provide jobs.

Airdoc一直以來貫徹以人為本的管理理念。採取多項措施確保員工工作環境的舒適，提供多項員工福利，倡導平等民主的職場文化。同時，開展校園招聘，努力提供工作崗位。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### United Nations Sustainable Development Goals

聯合國可持續發展目標

### Our actions

我們的行動

Industry, innovation and infrastructure

產業、創新和基礎設施

As a technology company, Airdoc attaches great importance to product R&D and innovation, constantly updating and iterating the software and hardware of its products.

作為一家科技公司，Airdoc極為重視產品的研發與創新，對產品軟件和硬件方面不斷進行更新迭代。

Clean water and sanitation

Responsible consumption and production

Climate change

清潔飲用與環境衛生

負責任的消費和生產

氣候變化

Airdoc has been upholding the concept of green development, advocating low-carbon development of upstream and downstream industries, implementing a series of energy-saving and emission reduction measures in its factories, and advocating a green digital office in its office area. At the same time, it actively guards the bottom line of product safety and improves the consumer experience, and creates a superior product quality inspection system and after-sales service system.

Airdoc一直秉持著綠色發展理念，倡導上下游產業低碳發展，在工廠實施了一系列節能減排的措施，在辦公區倡導綠色數字化辦公。同時，積極守好產品安全底線，提升消費體驗。打造過硬的產品質量檢測系統與售後服務系統。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### United Nations Sustainable Development Goals

##### 聯合國可持續發展目標

Partnerships for the goals

為實現這些目標建立夥伴關係

#### Our actions

##### 我們的行動

Actively listen to the voices of stakeholders and maintain an ongoing communication mechanism.

Build a sustainable supply chain system that integrates environmental, social and governance (ESG) standards into suppliers' daily operations.

Emphasis is placed on interaction with suppliers and mutual empowerment to ensure that supply chain management concepts and requirements are effectively communicated.

積極傾聽利益相關方的聲音，保持持續的溝通機制。

構建可持續的供應鏈體系，將環境、社會和治理(ESG)標準融入供應商的日常運營。

重視與供應商的互動，互相增強能力，確保供應鏈管理的理念和要求得到有效傳達。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### STAKEHOLDER ENGAGEMENT

### 利益相關方溝通

The Company fully considers and effectively responds to the expectations and demands of its stakeholders, and works with them to promote social development and share the fruits of development.

本公司充分考慮並有效回應利益相關方的期望和訴求，與利益相關方共同促進社會發展，共享發展成果。

Stakeholders 利益相關方	Stakeholder expectations 利益相關方期望	Communication and participation mechanism 溝通與參與機制	The Company's responses 本公司回應
Investors	<ul style="list-style-type: none"> <li>Increase in market cap and profitability of the Company</li> <li>Continuous improvement of the Company's performance in environmental and social responsibility</li> </ul>	<ul style="list-style-type: none"> <li>General meetings, information disclosure, and the Company's website</li> </ul>	<ul style="list-style-type: none"> <li>Regularly publishing reports, truthfully and fully disclosing information, and striving to improve performance and create profits</li> <li>Improving the Company's governance and risk management level, holding general meetings, strengthening investor relations management, and striving to improve environmental and social responsibility management</li> </ul>
投資者	<ul style="list-style-type: none"> <li>公司市值與盈利水平的提高</li> <li>公司環境和社會責任表現不斷提升</li> </ul>	<ul style="list-style-type: none"> <li>股東大會、信息披露和本公司網站</li> </ul>	<ul style="list-style-type: none"> <li>定期發佈報告，如實、充分地進行信息披露，努力提升業績、創造利潤</li> <li>提升本公司管治及風險管理水平，召開股東大會，加強投資者關係管理，努力提升環境和社會責任管理</li> </ul>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

Stakeholders 利益相關方	Stakeholder expectations 利益相關方期望	Communication and participation mechanism 溝通與參與機制	The Company's responses 本公司回應
<b>Customers</b>	<ul style="list-style-type: none"> <li>• Excellent product quality</li> <li>• Protection of legitimate rights and interests</li> </ul>	<ul style="list-style-type: none"> <li>• Signing of contracts and agreements, and customer satisfaction surveys</li> </ul>	<ul style="list-style-type: none"> <li>• Providing high quality products and services</li> <li>• Establishing perfect customer service system and customer feedback and complaint mechanism</li> </ul>
客戶	<ul style="list-style-type: none"> <li>• 優質的產品質量</li> <li>• 保障合法權益</li> </ul>	<ul style="list-style-type: none"> <li>• 簽訂合約及協議，客戶滿意度調查</li> </ul>	<ul style="list-style-type: none"> <li>• 提供高質量的產品和服務</li> <li>• 建立完善的客戶服務體系及客戶意見反饋及投訴機制</li> </ul>
<b>Employees</b>	<ul style="list-style-type: none"> <li>• Ensuring employee compensation and benefits</li> <li>• Caring for employee safety and health</li> <li>• Providing equal promotion and development opportunities</li> <li>• Improving communication mechanisms and participating in corporate management</li> </ul>	<ul style="list-style-type: none"> <li>• Labour contracts and employee satisfaction surveys</li> </ul>	<ul style="list-style-type: none"> <li>• Strictly abiding by the terms of labour contracts, and improving the compensation and welfare system</li> <li>• Providing a safe and healthy working environment</li> <li>• Offering employee development channels and organizing employee training</li> <li>• Providing equal communication channels</li> </ul>
員工	<ul style="list-style-type: none"> <li>• 保障員工薪酬福利</li> <li>• 關愛員工安全和健康</li> <li>• 提供公平晉升和發展機會</li> <li>• 完善溝通機制，參與公司管理</li> </ul>	<ul style="list-style-type: none"> <li>• 勞動合約和員工滿意度調查</li> </ul>	<ul style="list-style-type: none"> <li>• 嚴格遵守勞動合約條款，完善薪酬和福利待遇體系</li> <li>• 提供安全與健康的工作環境</li> <li>• 提供員工發展通道，組織開展員工培訓</li> <li>• 提供平等的溝通渠道</li> </ul>



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

Stakeholders 利益相關方	Stakeholder expectations 利益相關方期望	Communication and participation mechanism 溝通與參與機制	The Company's responses 本公司回應
<b>Government</b>	<ul style="list-style-type: none"> <li>Operating in compliance with rules, laws and regulations, and implementing national policies</li> </ul>	<ul style="list-style-type: none"> <li>Attending government-related meetings</li> </ul>	<ul style="list-style-type: none"> <li>Strictly abiding by relevant laws and regulations, continuously strengthening compliance management and responding to relevant national policies</li> </ul>
政府	<ul style="list-style-type: none"> <li>遵紀守法、合規經營，貫徹國家政策</li> </ul>	<ul style="list-style-type: none"> <li>參與政府相關會議</li> </ul>	<ul style="list-style-type: none"> <li>嚴格遵守相關法律法規，持續加強企業合規管理，響應國家相關政策</li> </ul>
<b>Suppliers</b>	<ul style="list-style-type: none"> <li>Cooperating in an honest, fair and just manner to achieve mutual benefit and win-win results and promote industry development</li> </ul>	<ul style="list-style-type: none"> <li>Signing contracts and agreements, and holding bidding and supplier meetings on a regular basis</li> </ul>	<ul style="list-style-type: none"> <li>With business principles of openness and transparency, actively fulfilling contracts and agreements, implementing an open and transparent procurement model, and creating a responsible supply chain</li> </ul>
供應商	<ul style="list-style-type: none"> <li>誠信、公平、公正合作，互利共贏，促進行業發展</li> </ul>	<ul style="list-style-type: none"> <li>簽訂合約及協議，定期召開招投標及供應商會議</li> </ul>	<ul style="list-style-type: none"> <li>秉承公開透明的商業原則，積極履行合約及協議，實施公開透明的採購模式，打造責任供應鏈</li> </ul>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

Stakeholders 利益相關方	Stakeholder expectations 利益相關方期望	Communication and participation mechanism 溝通與參與機制	The Company's responses 本公司回應
<b>Peers</b>	<ul style="list-style-type: none"> <li>Fair competition, honest co-operation, transparent and open information</li> <li>Following industry norms and promoting industrial innovation</li> </ul>	<ul style="list-style-type: none"> <li>Communicating with industry-related research institutes, associations, mainstream media, etc.</li> </ul>	<ul style="list-style-type: none"> <li>Strengthening exchanges and co-operation with peers to jointly create a healthy and orderly competition environment</li> <li>Engaging in industrial innovation and research, pursuing mutual benefit and win-win results, and common progress, participating in industry evaluation, and providing suggestions for industry standardization</li> </ul>
<b>同業</b>	<ul style="list-style-type: none"> <li>公平競爭、誠實合作、信息透明公開</li> <li>遵守行業規範，促進產業創新</li> </ul>	<ul style="list-style-type: none"> <li>與行業相關研究院、協會、主流媒體等交流溝通</li> </ul>	<ul style="list-style-type: none"> <li>加強與同業的交流與合作，共同營造健康、有序的競爭環境</li> <li>參與產業創新研究，互惠共贏，共同進步，參與行業評優，為行業規範提供建議</li> </ul>

### Materiality Assessment

In accordance with the Hong Kong Stock Exchange's ESG Reporting Guide and the Global Reporting Initiative's materiality analysis procedures, the Company collected issues of concern to major stakeholders through such forms as questionnaires and interviews. A materiality analysis was conducted to prioritize and identify the Company's material environmental, social and governance issues that were disclosed in the Report.

### 重要性評估

本公司根據香港聯交所ESG報告指引要求，參考全球報告倡議組織有關實質性分析的程序，通過調查問卷、訪談等形式，收集主要利益相關方關注的議題，並進行重要性分析和排序，確定本公司在環境、社會及管治方面的重要議題，並在本報告中進行披露。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Materiality Assessment Process

1. ESG issues relevant to the Company were identified through analysis of the Hong Kong Stock Exchange's ESG Reporting Guide and issues disclosed by peers;
2. Key stakeholders were invited to assess the importance of identified issues. Internal stakeholders mainly assessed the issues from the perspective of the Company's long-term development strategy, management improvement, urgency of investment and competitive advantage, while external stakeholders mainly considered the evaluation of the Company and the influence of decisions and the influence on their interests. The results of assessment by internal and external stakeholders were integrated to create an initial materiality matrix;
3. The management of the Company reviewed the priorities of the issues and reported them to the Board for review;
4. After the Reporting Period, the Company will invite internal and external stakeholders to give feedback on the contents of the current report to prepare for the next report.

### 重要性評估流程

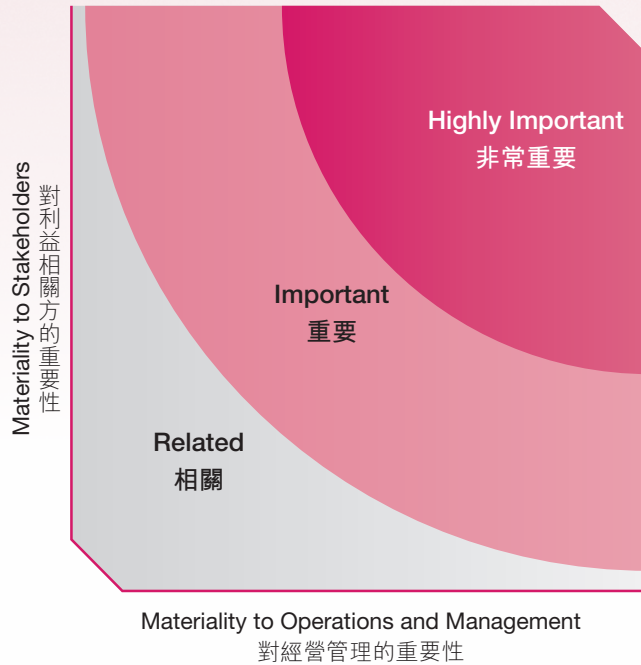
1. 通過分析香港聯交所ESG報告指引和同業披露的議題，識別出與本公司相關的ESG議題；
2. 邀請重要利益相關方對所識別出的議題重要性進行評估，其中內部利益相關方主要從本公司長遠發展戰略角度、管理提升角度、投入急迫性角度以及競爭優勢角度進行考慮，外部利益相關方主要從對本公司評價和決策的影響程度以及對外部利益相關方自身利益影響的角度進行考慮；整合內外部利益相關方的評估情況，形成重要性矩陣初稿；
3. 本公司管理層覆核議題重要性排序，並由董事會審議；
4. 報告期後，本公司將組織內外部利益相關方對本期報告內容進行反饋，為下一期報告做準備。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Materiality Matrix



### 議題重要性矩陣

#### Highly Important 非常重要

R&D Innovation and IP 研發創新與知識產權	Data and Privacy Protection 數據與隱私保護
Customer Service Management 客戶服務管理	Product Quality Assurance 產品質量保障
Occupational Health and Safety 職業健康與安全	Employee Rights and Welfare 員工權利與福利
Business Ethics and Anti-corruption 商業道德與反腐	Employee Development and Training 員工發展及培訓

#### Important 重要

Supply Chain Management 供應鏈管理	Giving back to Community 回饋社區民生
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#### Related 相關

Greenhouse Gas Emissions 溫室氣體排放	Waste Discharge 廢棄物排放
Wastewater Discharge 廢水排放	Packaging Materials 包裝材料
Energy Usage 能源使用	Water Usage 水資源使用
Climate Change 氣候變化	

## R&D AND INNOVATION

The Company encourages innovation which is driven by user needs and guided by market trend, with an aim to make breakthroughs in product R&D. Through the whole-process development and management, we achieve rapid product development, accurate positioning and cost control to cater to the commercialization needs of products. The Company is an AI-based medical device company with an advanced platform of AI-empowered retina-based deep learning algorithms, and teams dedicated to professional medical R&D and registration, as well as design and production of medical devices. Riding on our unique advantages, we lead the rapid development of the AI-based medical imaging industry through innovation and R&D, while actively fulfilling our social responsibilities and creating more value for the society as we capture market opportunities.

## 研發創新

本公司堅持以用戶需求為驅動力，以市場為導向，鼓勵創新，致力於在產品研發領域取得突破。我們通過全流程的開發和管理，實現產品快速開發、準確定位、成本控制等目標，以滿足產品在商業應用中的需求。作為一家專注於人工智能醫療器械的公司，我們擁有先進的人工智能視網膜圖像識別深度學習算法平台，以及專業的醫學研發註冊團隊和醫療設備設計生產團隊。借助獨特優勢，我們通過創新研發引領人工智能醫學影像行業的快速發展，同時充分把握市場機遇，積極履行社會責任，為社會創造更多價值。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Leading Advantages

With the rapid development of AI in medical imaging industry, we have successfully made a name in the industry with our strong product portfolio and technology platform, demonstrating our prominent advantages.

- We provide a one-stop integrated hardware and software solution that seamlessly blends hardware, software, algorithms and services to provide customers with an all-encompassing solution strategy.
- We have in-house developed AI, which have a wide range of applications to meet the needs under different scenarios.
- In addition, we have a comprehensive and high-quality retinal image database, which provides rich data support for algorithm development and optimisation.
- Our R&D team has in-depth expertise and extensive experience in driving technology innovation and development.
- We have established close partnerships with KOLs and major hospitals in the medical field to jointly promote the advancement of medical imaging technology.
- Our multi-channel commercialization continuously enriches our real-world user retinal image database, creating a feedback loop to further optimize existing algorithms and develop new algorithms.

### 領先的優勢

隨著人工智能在醫學影像領域的快速發展，我們憑藉強大的產品組合和技術平台，成功在行業中嶄露頭角，展現出了明顯的優勢。

- 我們提供了一站式的軟硬件整合解決方案，將硬件、軟件、算法與服務完美融合，為客戶提供全方位的解決策略。
- 我們擁有自主研發的人工智能算法，其應用範圍廣泛，能滿足不同場景的需求。
- 此外，我們還擁有全面且優質的視網膜圖像數據庫，為算法的研發和優化提供了豐富的數據支持。
- 我們的研發團隊具備深厚的專業知識和豐富的經驗，能夠不斷推動技術的創新與發展。
- 我們與醫學領域的學科帶頭人和主要醫院建立了緊密的合作關係，共同推動醫學影像技術的進步。
- 我們通過多種渠道進行商業化運作，不斷擴大真實世界用戶視網膜圖像數據庫，形成反饋循環，進一步優化現有算法並開發新算法。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

- We have independent factories with mass production capacities to respond quickly to market demand and meet commercialisation needs.
- We always pay close attention to regulatory requirements and respond to regulatory trends and changes to ensure that our business development keeps pace with industry norms and we lead the development of the industry.
- 我們擁有獨立的工廠，具備大規模生產能力，能夠快速響應市場需求，滿足商業化的需要。
- 我們始終緊密關注監管要求，順應監管趨勢和變動，確保公司的業務發展與行業規範保持同步，引領行業發展方向。

During the Reporting Period, we continued to work on the development of new algorithms and the optimisation of existing algorithms, with the aim of improving screening efficiency, enhancing diagnostic accuracy and covering more health risk while reducing the cost of cloud computing. We have also comprehensively upgraded our hardware devices, integrating enhancements to hardware, algorithms, software and overall product solutions, which significantly enhanced the stability, automation and intelligence of the devices along with the reduction in costs of the devices. In addition, through technological innovation, we continued to expand the data acquisition dimensions of our devices and enhanced our health risk analysis capabilities to provide users with more accurate and comprehensive medical imaging services.

在報告期內，我們持續致力於新算法的開發和現有算法的優化，旨在提高篩查效率、增強診斷準確性，並覆蓋更多健康風險領域，同時降低雲計算成本。我們還從硬件、算法、軟件及整體產品解決方案等多個維度對硬件設備進行了全面升級，在降低設備成本的同時，顯著提升了設備的穩定性、自動化和智能化水平。此外，我們通過技術創新，不斷拓展設備的數據採集維度，並增強了健康風險分析能力，為用戶提供更精準、更全面的醫學影像服務。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Portfolio

To address the largely unmet medical needs for early detection and diagnosis of chronic diseases and fundus complications, we developed our AI-empowered retina-based early detection, diagnosis and health risk assessment solutions potentially capable of covering a wide range of diseases and lesions. Our portfolio includes SaMDs for detection and diagnosis, health risk assessment solutions and smart hardware devices, forming an integrated solution of AI-based software and hardware. Meanwhile, to realize the second strategic curve from detection to treatment, we added eye health treatment and management products specifically for myopia, strabismus and amblyopia during the Reporting Period, details of which are set out below:

- **SaMD for detection and diagnosis.** The Company has three versions of Airdoc-AIFUNDUS in its portfolio. Airdoc-AIFUNDUS (1.0), an AI-based SaMD approved for auxiliary diagnosis of diabetic retinopathy, is the first medical device software of its kind that obtained the Class III medical device certificate from the NMPA, allowing for its use in domestic hospitals to assist physicians in diagnosing diabetic retinopathy. In December 2023, Airdoc-AIFUNDUS (1.0) received the CE marking under the Medical Device Regulation, which permits a comprehensive entry into 27 European Union countries including Belgium, Germany, Italy, France, etc. Airdoc-AIFUNDUS (2.0) is designed for the auxiliary diagnosis of hypertensive retinopathy, retinal vein occlusion and AMD, which has completed clinical trials in September 2022 with excellent data results, and is the first AI-based auxiliary diagnostic medical device software in China that is expended with multiple indications. Airdoc-AIFUNDUS (3.0) is designed for the auxiliary diagnosis of pathological myopia and retinal detachment.

### 產品組合

為解決慢性疾病及眼底併發症的早期檢測及診斷的巨大醫療需求缺口，我們開發了人工智能視網膜影像識別的早期檢測、診斷及健康風險評估解決方案，有望涵蓋廣泛的疾病及病灶。我們的產品組合包括用於檢測及診斷的SaMD、健康風險評估解決方案及智能硬件設備，形成一個基於人工智能的軟件及硬件一體化的解決方案。同時，為了實現從檢測到治療業務的第二曲線戰略，我們在報告期內增加了專門針對近視、斜視及弱視的眼健康治療及管理產品，具體如下：

- **用於檢測和診斷的SaMD。** 本公司的產品組合中有三個版本的Airdoc-AIFUNDUS。Airdoc-AIFUNDUS (1.0)是一款人工智能SaMD，獲批用於輔助診斷糖尿病視網膜病變，是同類產品中首個獲得國家藥監局第三類醫療器械證書的醫療器械軟件，因此得以在國內醫院使用，用於協助醫生診斷糖尿病視網膜病變。2023年12月，Airdoc-AIFUNDUS (1.0)獲得醫療器械條例規定的CE標誌，該標誌允許全面進入包括比利時、德國、意大利、法國等在內的27個歐盟國家。Airdoc-AIFUNDUS (2.0)旨在輔助診斷高血壓性視網膜病變、視網膜靜脈阻塞及AMD，已於2022年9月完成臨床試驗，數據結果優異，是國內首款增加多類適應症的人工智能輔助診斷醫療器械軟件。Airdoc-AIFUNDUS (3.0)旨在輔助診斷病理性近視及視網膜脫離。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

- **Health risk assessment solutions.** We also provide health risk assessment solutions with the ability to detect health risk indicators in a variety of consumer healthcare environments, including medical check-up centers, community clinics, insurance companies, optometry centers and pharmacies. Our comprehensive product pipeline can not only provide solutions for a wide range of healthcare institutions, but also can be widely used in consumer healthcare environments;
- **In-house developed fundus cameras.** We have three in-house developed fundus cameras (i.e., AI-FUNDUSCAMERA-P, AI-FUNDUSCAMERA-D and AI-FUNDUSCAMERA-M) that are compatible with our auxiliary diagnosis SaMDs and health risk assessment solutions. Our AI-FUNDUSCAMERA-P, a portable, automated and self-service fundus camera, received the Class II medical device registration certificate in March 2021. Our AI-FUNDUSCAMERA-D, a fully automated and fully self-service desktop fundus camera with comparable image quality but significantly lower costs than traditional high-end desktop fundus cameras, received the Class II medical device registration certificate from the Shanghai branch of the NMPA in July 2022. Our AI-FUNDUSCAMERA-M is a multimodal health scanner integrated with more biosensors that not only enable it to capture retinal images but also allow for the possibility to obtain other physiological data, such as electrocardiograms, oximetry and blood pressure. The collection of multimodal physiological data serves as the foundation of our AI-based health risk assessment solutions.
- **健康風險評估解決方案。**在包括體檢中心、社區診所、保險公司、視光中心及藥房在內的多種大健康服務場景中，本公司還提供具有檢測健康風險指標能力的健康風險評估解決方案。我們全面的產品管線既可以為各種醫療機構提供解決方案，亦可在大健康場景獲得廣泛使用；
- **自主研发的眼底相機。**本公司擁有三款自主研发的眼底相機（即AI-FUNDUSCAMERA-P、AI-FUNDUSCAMERA-D及AI-FUNDUSCAMERA-M），這些設備可與我們的輔助診斷SaMD和健康風險評估解決方案兼容。我們的AI-FUNDUSCAMERA-P是一款便攜式、自動化及自助式的眼底相機，已於2021年3月獲得第二類醫療器械註冊證書。我們的AI-FUNDUSCAMERA-D是一款全自動化及全自助台式眼底相機，其影像質量可比擬傳統高端台式眼底相機，但成本卻大幅低於傳統高端台式眼底相機，已於2022年7月獲得上海市藥監局第二類醫療器械註冊證書。我們的AI-FUNDUSCAMERA-M是一款整合了更多生物傳感器的多模態健康掃描儀，新增的生物傳感器使其不僅可以捕捉視網膜影像，還可以獲取其他生理數據，如心電圖、血氧和血壓。收集多模態生理數據是我們的人工智能健康風險評估解決方案的基礎。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

- **Myopia prevention and control AI.** In the field of myopia prevention and control, we have introduced a series of AI-powered therapeutic products that offer more effective prevention and management methods for myopia in adolescents. Employing phototherapy technology, our myopia treatment device can safely and quickly treat myopia, controlling the growth of the eye axis to mitigate the progression of myopia. This device has passed the Class II medical device certification and has received widespread recognition among the medical community and consumers for its significant treatment effects. This innovative product won a special commendation gold award at the Salon International des Inventions de Genève in 2023. In addition, in accordance with the requirements of the NMPA, our AI-based myopia prevention and control product is currently undergoing the process of upgrading from Class II medical device certification to Class III medical device certification. We are committed to long-termism and professional dedication in improving our products and product registration.
- **近視防控AI。**在近視防控的領域，我們推出了系列由AI賦能的治療類產品，為青少年提供了更有效的近視預防和管理方法。我們的近視治療儀採用光療法技術，能夠安全且迅速地治療近視，控制眼軸的增長，從而緩解近視的進展。此設備已通過醫療器械二類認證，並在醫學界和消費者中獲得了廣泛認可，其治療效果顯著。這一創新產品在2023年度日內瓦國際發明展上榮獲特別嘉許金獎。此外，根據國家藥監局的要求，我們的近視防控AI產品正在進行由二類醫療器械認證升級為三類醫療器械資質的過程，我們會秉承長期主義和專業精神做好產品和註冊。



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- **Visual training AI.** Our visual training AI product has received the Class II medical device registration certification and can be widely used in hospitals for the treatment of strabismus and amblyopia. The product includes a comprehensive range of visual training programs, such as stimulation training, precision training, binocular visual training, fusion training and stereoscopic visual training, supporting all stages of strabismus and amblyopia treatment with the aim of enhancing patients' visual functions. We provide treatments in both hospital and home settings, achieving seamless integration between the two and significantly enhancing the convenience of patient training. To date, we have developed a product line that includes various visual function examination and training systems, and launched nearly 500 types of training content. Our products emphasize multimedia digital therapy, which is not only engaging, but also continuously updated and upgraded. Based on the latest AI technology, we can tailor personalized training programs for each patient. Long-term training practice has proven that patients can maintain high treatment compliance, significantly improving treatment outcomes.
- **視覺訓練AI。**我們研發的視覺訓練AI產品已獲得二類醫療器械註冊認證，可廣泛應用於醫院治療斜弱視的場合。該產品包含了一系列全面的視覺訓練方案，如刺激訓練、精細訓練、同時視訓練、融合訓練及立體視訓練等，全面支持斜弱視治療的各個階段，旨在提高患者的視覺功能。我們提供的治療方式分為到院訓練和家庭訓練兩種，實現醫院與家庭的無縫對接，極大提升了患者訓練的便捷性。截至目前，我們已開發出包括各類視功能檢查和訓練系統在內的產品線，並推出了近500種訓練內容。我們的產品主打多媒體數字化治療，不僅趣味性強，而且會持續進行更新升級。基於最新的人工智能技術，我們能為每位患者量身定製個性化的訓練方案。長期的訓練實踐證明，患者能保持較高的治療依從性，顯著提升了治療效果。

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### Strong R&D capabilities

The Company has been R&D-driven since inception. We have profound knowledge in AI deep learning algorithms, unparalleled scale of retinal image database, mature AI engineering infrastructure; comprehensive innovation team involving optics, machinery, electronics and systems in terms of R&D of devices; strong supply chain integration capability and mass production experience in medical device manufacturing; coupled with the professional medical R&D registration team, which ensures the rapid commercialization of services and algorithms. All these advantages form the backbone of our future success.

- **Powerful AI deep learning algorithms.** The Company's research and development goal for algorithms is to apply the Company's understanding of diseases and lesions to develop powerful AI deep learning algorithms that can accurately detect and diagnose a wide range of chronic diseases. The Company has focused on expanding the breadth and depth of our algorithms, with a forward view towards future industry trends and needs;
  - o To optimize our AI deep learning algorithms, we have developed a broad range of algorithms for disease classification, lesion detection, lesion segmentation and health risk assessment, which work together to deliver highly accurate analysis results. The Company has developed more than 90 AI deep learning algorithms serving real-world customers, which are supported by a robust IP portfolio;

### 強大的研發能力

自成立以來，本公司一直以研發為動力。我們在人工智能深度學習算法方面的深厚知識、龐大的視網膜圖像數據庫、成熟的人工智能工程基礎設施；在設備研發方面擁有涉及光學、機械、電子、系統的綜合性創新隊伍；在設備醫療製造方面，擁有強大的供應鏈整合能力和大規模生產經驗；同時專業的醫學研發註冊團隊，保障了服務和算法的快速市場轉化。這是本公司未來取得成功的基石。

- **強大的人工智能深度學習算法。**本公司的算法研發目標是運用公司對疾病和病灶的理解，開發強大的可以準確檢測及診斷各種慢病的人工智能深度學習算法。面對未來的行業趨勢和需求，公司前瞻性地專注於擴大算法的廣度和深度；
  - o 為了優化人工智能深度學習算法，我們針對疾病分類、病灶檢測、病灶分割及健康風險評估開發了廣泛的算法，這些算法可共同提供高度準確的分析結果。本公司開發了90多種人工智能深度學習算法以服務真實場景的客戶，這些算法背後都有一套強大的知識產權組合來支持；

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- o With the aim to remain in the vanguard of algorithm engineering and deep learning technologies in the medical AI field, we are developing more advanced or new algorithms, such as network architecture search, generative adversarial networks, domain adaptation, model generalization, multi-task learning, unsupervised learning and online learning, which enables us to further optimize the deep learning algorithms;
- o In addition, we are developing highly valuable novel algorithms and models for new applications, such as long-term health risk assessment algorithms, time sequence medical image registration and analysis system and clinical and economic data-based medical AI model performance evaluation engines, which we believe will significantly benefit patients with chronic diseases in the future.
- **Robust database of retinal images.** The Company has developed a robust database of retinal images through research collaboration and serving a wide range of customers across China. Our database includes real-world user retinal images with their corresponding multimodal data, cross-labelled by hundreds of medical experts, enabling the Company to perform more in-depth medical AI research and development and to build and enhance our its AI deep learning algorithms;
- o 為了在醫療人工智能領域的算法工程和深度學習技術等方面保持領先地位，我們正在開發更先進的或新的算法，例如網絡架構搜索、生成對抗網絡、領域自適應、模式泛化、多任務學習、無監督學習和在線學習，從而使深度學習算法得到進一步優化；
- o 此外，我們正在開發針對新應用具有極高價值的新穎算法和模型，例如長期健康風險評估算法、時序醫學影像配准和分析系統，以及基於臨床和經濟數據的醫學人工智能模型性能評價引擎，我們相信未來將對慢病患者大有裨益。
- **穩健的視網膜圖像數據庫。**本公司通過研究合作及為中國各地的廣泛客戶提供服務，建立了一個強大的視網膜圖像數據庫。我們的數據庫均為真實世界用戶視網膜影像及其相應的多模態數據，由數百名醫學專家採用交叉標註，從而使本公司能夠進行更深入的醫學人工智能研發、構建並完善其人工智能深度學習算法；



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- **Highly efficient and mature AI engineering infrastructure.**  
The Company has established a highly secure and efficient private data lake system to store large and varied data sets, a big data analytic system to gain insight into the data and a data syncing system to reliably and efficiently sync data from different sources to the data lake system. We also have a powerful AI algorithm training system, which uses deep learning training frameworks to develop deep learning algorithms. We built deep learning model upon what deep learning algorithms have learned from the data and trained deep learning models using a massive amount of data. Our training system was built to support five different machine learning frameworks and six programming languages to facilitate the development of our AI algorithms and address various pain points in algorithm optimization. Due to the complexity of analyzing a wide range of diseases and lesions, we have also developed a highly efficient and comprehensive online deep learning inference system to support synchronistic computing across over 300 deep learning model instances, optimize the use of data and computation resources and streamline our deep learning model optimization, protection, deployment, management and monitoring. The deep learning model is used in its online inference system to analyze medical images;
- **高效完善的人工智能工程基礎設施。**  
本公司建立了高度安全和高效的私有數據湖系統用以儲存大量不同數據，建立了大數據分析系統用以獲得對數據的洞察力，以及建立了數據同步系統用以可靠高效地將不同來源的數據同步到數據湖系統中。我們亦擁有強大的人工智能算法訓練系統，使用了深度學習訓練框架開發深度學習算法，基於深度學習算法從數據中學到的內容，我們建立了深度學習模型，並使用大量數據訓練深度學習模型。我們的訓練系統支持五種不同的機器學習框架及六種程序語言，以促進人工智能算法的開發並解決算法優化中的各種痛點。由於分析各種疾病和病灶的複雜性，我們還開發了高效且全面的在線深度學習推理系統，以支持300多個深度學習模型實例之間的同步計算、優化數據和計算資源的使用並簡化其深度學習模型的優化、保護、部署、管理及監控。深度學習模型被用於在線推理系統來分析醫學影像；

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- **A comprehensive innovation team involving optics, mechanics, electronics and systems.** The team conducts comprehensive innovation in technology research and development, design and manufacturing in the fields of optics, mechanics, electronic technology and system science. In addition, the team has expertise in a wide range of research areas and extensive practical experience, enabling it to quickly respond to market demands, provide innovative products and services as well as enhance its industrial competitiveness;
- **A professional medical R&D registration team.** The team is composed of senior medical clinical registration experts and top algorithm engineers, who have many years of experience in medical R&D and clinical registration, and are proficient in technical progress and market demands in the medical field, able to quickly respond to customer needs, and to formulate scientific and reasonable R&D clinical registration and commercialization plans for medical products.
- 涉及光學、機械、電子、系統的綜合性創新團隊。在光學、機械、電子技術、系統科學等領域中進行技術研發、設計及製造的綜合性創新。團隊具有廣泛的研究領域和豐富的實踐經驗，能夠快速響應市場需求，提供創新產品和服務，提高產業競爭力；
- 專業的醫學研發註冊團隊。團隊由資深的醫學臨床註冊專家和頂尖的算法工程師組成，擁有多年的醫學研發和臨床註冊經驗，精通醫療領域的技術進展和市場需求，能夠快速響應客戶的需求，為醫療產品制定科學、合理的研發臨床註冊上市方案。

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### Authoritative Scientific Papers

The Company has been devoted to scientific research innovation and professionalism, and has collaborated with numerous renowned medical research institutions, with joint research results published in a number of authoritative scientific journals, including the Lancet series, the Science series, the Natural series, the Cell series, British Journal of Ophthalmology and British Journal of Dermatology and other prestigious peer-reviewed scientific journals. In 2023, the Company had 8 high-level papers selected by MICCAI, the internationally-recognized most influential academic conference in the field of medical image analysis, and one of them was presented as an oral paper at the conference, which fully demonstrated our comprehensive and excellent innovation ability in the field of medical AI. Such eight high-level papers were all completed by our Airdoc-Monash Research Centre, and covered a number of hot AI research areas such as retinal disease recognition, skin disease recognition and brain imaging, etc. All results have been or will be widely used in clinical and research projects at hospitals. In addition, the Company has always been committed to maintaining close medical research cooperation with major medical institutions. In 2023, we achieved significant results in the field of medical research and published several representative papers in collaboration with healthcare institutions. Among them, a study on image quality control was published in Cell Reports Medicine, which provided important guidance for medical image processing; issues related to fundus disease screening in primary medical institutions were discussed in BJO, contributing to the improvement of primary healthcare standards. Meanwhile, a study on early screening of hyperthyroidism with fundus images was published in the Journal of Big Data, demonstrating the great potential of big data in medical diagnosis. These research results not only reflect our strength in the field of medical research, but also contribute positively to the advancement of medicine and the improvement of patients' health. To date, the Company have authored more than 60 scientific papers and undertaken more than ten national, provincial and municipal projects.

### 權威的科研論文

本公司一直注重科研創新和專業精神，與眾多知名醫學研究機構合作，聯合科研成果發表在多個權威科學期刊，包括《柳葉刀》系列、《科學》系列、《自然》系列、《細胞》系列、《英國眼科學雜誌》及《英國皮膚病學雜誌》等權威同行評審科學期刊。2023年，本公司有8篇高水平論文入選醫學圖像分析領域國際公認的最具影響力的學術會議MICCAI，其中1篇(Oral)論文在大會展示，充分體現了公司在醫療人工智能領域全面而卓越的創新能力。8篇高水平論文均由我們莫納什研發中心(Airdoc-Monash Research Centre)完成，涵蓋了視網膜疾病識別、皮膚病識別以及腦影像等多個人工智能熱點研究領域，各項成果已經或將廣泛應用在醫院臨床與科研項目中。此外，本公司始終致力於與各大醫療機構保持緊密的醫學科研合作關係。在2023年，我們在醫學科研領域取得了顯著成果，與醫療機構合作發表了多篇具有代表性的論文。其中，在《Cell Reports Medicine》上發表了關於圖像質控的研究，為醫學圖像處理提供了重要指導；在《BJO》上探討了初級醫療機構眼底病篩查的相關問題，為基層醫療水平的提升貢獻了力量；同時，在《Journal of Big Data》上發表了關於眼底照片甲亢早篩的研究，展示了大數據在醫學診斷中的巨大潛力。這些研究成果不僅體現了我們在醫學科研領域的實力，也為推動醫學進步和改善患者健康水平做出了積極貢獻。截至目前，已累計超過60篇科研論文，承擔了十餘項國家級、省市級課題。



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#### List of Airdoc's papers accepted by MICCAI in 2023

Main conference:

Ruyi Zha, Xuelian Cheng, Hongdong Li, Mehrtash Harandi, ZongYuan Ge, "EndoSurf: Neural Surface Reconstruction of Deformable Tissues with Stereo Endoscope Videos" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Zhen Yu, Ruiye Chen, Peng Gui, Lie Ju, Xianwen Shang, Lisa Zhuoting Zhu Zhu, Mingguang He, ZongYuan Ge, "Retinal Age Estimation with Temporal Fundus Images Enhanced Progressive Label Distribution Learning" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Dwarikanath Mahapatra, Antonio Jose Jimeno Yepes, Shiba Kuanar, Sudipta Roy, Behzad Bozorgtabar, Mauricio Reyes, ZongYuan Ge, "Class Specific Feature Disentanglement And Text Embeddings For Multi-Label Generalised Zero Shot CXR Classification" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

#### 鷹瞳Airdoc MICCAI 2023收錄論文列表

Main conference:

Ruyi Zha, Xuelian Cheng, Hongdong Li, Mehrtash Harandi, ZongYuan Ge, "EndoSurf: Neural Surface Reconstruction of Deformable Tissues with Stereo Endoscope Videos" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Zhen Yu, Ruiye Chen, Peng Gui, Lie Ju, Xianwen Shang, Lisa Zhuoting Zhu Zhu, Mingguang He, ZongYuan Ge, "Retinal Age Estimation with Temporal Fundus Images Enhanced Progressive Label Distribution Learning" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Dwarikanath Mahapatra, Antonio Jose Jimeno Yepes, Shiba Kuanar, Sudipta Roy, Behzad Bozorgtabar, Mauricio Reyes, ZongYuan Ge, "Class Specific Feature Disentanglement And Text Embeddings For Multi-Label Generalised Zero Shot CXR Classification" in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

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Siyu Liu, Linfeng Liu, Craig Engstrom, Xuan Vinh To, ZongYuan Ge, “Style-based Manifold for Weakly-supervised Disease Characteristic Discovery” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Siyuan Yan, Chi Liu, Zhen Yu, Lie Ju, Dwarikanath Mahapatra, Victoria Mar, Monika Janda, H. Peter Soyer Soyer, ZongYuan Ge, “EPVT: Environment-aware Prompt Vision Transformer for Domain Generalization in Skin Lesion Recognition” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Deval Mehta, Shóbi Sivathamboo Sivathamboo, Hugh Simpson, Patrick Kwan, Terence O’Brien O’Brien, Zongyuan Ge, “Privacy-preserving Early Detection of Epileptic Seizures in Videos” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Wei Feng, Lie Ju, Lin Wang, Kaimin Song, ZongYuan Ge, “Towards Novel Class Discovery: A Study in Novel Skin Lesions Clustering” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Siyu Liu, Linfeng Liu, Craig Engstrom, Xuan Vinh To, ZongYuan Ge, “Style-based Manifold for Weakly-supervised Disease Characteristic Discovery” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Siyuan Yan, Chi Liu, Zhen Yu, Lie Ju, Dwarikanath Mahapatra, Victoria Mar, Monika Janda, H. Peter Soyer Soyer, ZongYuan Ge, “EPVT. Environment-aware Prompt Vision Transformer for Domain Generalization in Skin Lesion Recognition” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Deval Mehta, Shóbi Sivathamboo Sivathamboo, Hugh Simpson, Patrick Kwan, Terence O’Brien O’Brien, Zongyuan Ge, “Privacy-preserving Early Detection of Epileptic Seizures in Videos” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

Wei Feng, Lie Ju, Lin Wang, Kaimin Song, ZongYuan Ge, “Towards Novel Class Discovery: A Study in Novel Skin Lesions Clustering” in International Conference on Medical Image Computing and Computer Assisted Intervention (MICCAI), 2023.

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#### Workshops:

Xin Zhang, Deval Mehta, Chao Zhu, Daniel Merlo, Yanan Hu, Melissa Gresle, David Darby, Anneke van der Walt, Helmut Butzkueven and Zongyuan Ge, “Deep Survival Analysis in Multiple Sclerosis” in Predictive Intelligence in Medicine (PRIME), 2023.

The above researches were mainly completed by the algorithm team of Airdoc, the jointly trained PhD candidates from Airdoc-Monash Research Centre and the collaborative scholars from the Inception Institute of Artificial Intelligence (IIAI).

#### Integrated Hardware and Software Solutions

The Company is one of the few in the industry that have in-house developed image analysis technology as well as image capture technology, which enables us to design and implement deep integration of software and hardware to create a superior integrated solution from start to finish (end to end). This solution not only significantly improves user experience, but also ensures higher diagnostic accuracy. We have independently developed a product line of fully automated fundus cameras that are known for their user-friendliness and ease of management. Our hardware devices effectively lower the technical threshold for medical professionals to perform eye screenings and are applicable in a wide range of medical and consumer healthcare environments. Thanks to the advanced on-device AI technologies, such as speech recognition, speech synthesis and computer vision capabilities, we are able to address the pain points of existing fundus cameras in the market at a fraction of the cost, making them more affordable to various healthcare environments.

#### Workshops:

Xin Zhang, Deval Mehta, Chao Zhu, Daniel Merlo, Yanan Hu, Melissa Gresle, David Darby, Anneke van der Walt, Helmut Butzkueven and Zongyuan Ge, “Deep Survival Analysis in Multiple Sclerosis” in Predictive Intelligence in Medicine (PRIME), 2023.

以上研究主要由鷹瞳Airdoc算法團隊，鷹瞳Airdoc莫納什研究中心聯合培養博士生和起源人工智能研究院(IIAI)合作學者共同完成。

#### 軟硬件一體化解決方案

本公司作為業內少數擁有自主研發圖像分析技術和圖像採集技術的企業之一，這些核心技術賦予了我們設計並實施軟件與硬件深度整合的能力，從而創造出從始至終(端到端)的卓越一體化解決方案。這一方案不僅顯著提升了用戶體驗，還確保了更高的診斷精確性。本公司獨立研發的全自動眼底相機產品線，它們以用戶友好性和易於管理而著稱。我們的硬件設施有力地降低了專業醫生在執行眼部篩查時的技術門檻，並廣泛適用於多元化的醫療和大健康應用場景。得益於設備內嵌的先進人工智能技術，如語音識別、語音合成以及計算機視覺功能，我們能夠以較低成本攻克市場上現存眼底相機的各種痛點，使之更契合各種醫療健康場景的需求。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

By offering software and hardware as a bundle, we provide integrated healthcare solutions that are designed to improve user experience, achieve smooth whole-process performance and become a more cost-effective option. Such integrated solutions allow us to optimise our portfolio from data collection, data transmission, data analysis and result reporting to realize its full potential. For example, we are able to fine-tune many imaging parameters in the hardware devices to ensure that the image is ideal to be processed and analyzed by our on-device AI deep learning algorithms.

Entering 2023, we have upgraded our hardware devices in a comprehensive manner, integrating enhancements to hardware, algorithms, software and overall product solutions, continuously improving the stability, automation and intelligence while reducing costs of devices. Meanwhile, we expanded the data collection dimension and health analysis capability of devices through technological innovation.

### AI Deep Learning Algorithms

AI technology features high-speed computing, high cost-effectiveness, high accuracy and powerful scalability, which has effectively solved issues of imbalanced allocation of healthcare resources and insufficient diagnostic capabilities of specialised doctors. As one of the first pioneering companies which provide AI-empowered retina-based early disease detection, diagnosis and health risk assessment solutions in China, we provide solutions that differ from traditional screening and diagnosis of chronic diseases. Through the integration of retinal image recognition, multimodal data analysis and AI deep learning algorithms, we have successfully implemented non-invasive, accurate, rapid, effective and scalable detection, diagnosis and health risk assessment services for whole population in both hospitals and consumer healthcare environments.

通過將軟件與硬件配套提供，我們的整體醫療健康解決方案旨在革新用戶體驗，實現流暢的全過程性能表現，並成為更具性價比的選擇。該一體化解決方案使我們在數據獲取、數據傳輸、數據分析以及結果報告等多個層面得以優化產品組合，充分發揮其潛在效能。例如，我們能夠精細調控硬件設備的眾多圖像參數，確保內部搭載的人工智能深度學習算法能夠理想地處理和解析圖像內容。

進入2023年，我們全方位升級了硬件設備，從設備本身、算法、軟件乃至整個產品解決方案的各個維度著手，力求在降低成本的基礎上，持續增強設備的穩定性、自動化水平和智能化功能。同時，通過技術創新，我們擴展了設備的數據採集維度和健康分析功能。

### 人工智能深度學習算法

人工智能技術以其高速運算、高效成本效益、高度精確性及強大的可擴展性等優點，有效應對了醫療資源分配不均衡、專業醫生診斷能力不足等問題。作為國內首批利用人工智能視網膜圖像識別技術提供早期疾病檢測、診斷及健康風險評估解決方案的先鋒企業，我們的解決方案較之傳統的慢性疾病篩查和診斷方法有所不同，通過整合視網膜圖像識別、多模態數據分析以及人工智能深度學習算法，我們已經在醫院和大健康供應商中成功實現了對更廣大人群進行無創、精準、迅捷、有效且可擴展的檢測、診斷和健康風險評估服務。

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Deep learning is a learning method that automatically learns the features of a target, which operates in a mechanism similar to the structural relationship of the connections between neurons in the human brain, so as to achieve the recognition or prediction of a specific target, for example, it plays a role in early detection and diagnosis of chronic diseases based on images. Our deep learning algorithm development is divided into two core steps: model design and model training. In the model design phase, we build the architecture of the computation network, determining the number of layers, the number of neuronal connections, and the pattern of connections between them. Despite the model design determines the basic framework of the network, it does not determine the specific parameters within the computation network, such as how much the algorithm amplifies, suppresses or mixes a signal in the network.

In the model training phase, we determine specific values of these parameters by using training data labelled by medical experts. First, the training data (such as retinal images) will be labelled by human experts as ground-truth labels, such as being healthy or having a disease (such as diabetic retinopathy). Next, the computation network runs a forward pass through the data, predicting label category for the training data. Immediately after that, the prediction results are compared against the ground-truth labels and an error signal is generated through a loss function. This error signal is then propagated back to the network, and the network parameters are adjusted using a chosen optimisation algorithm in order to reduce similar errors in future predictions. This training process must be repeated many times until an excellent or good enough set of parameters is discovered. Once training is completed, these fixed parameters will form the final deep learning model for the deep learning inference phase.

深度學習是一種能夠自動學習目標特徵的學習方法，它的運行機制類似於人腦神經元之間的連接結構關係，從而實現對特定目標的識別或預測，比如在基於影像的慢性病早期檢測和診斷中發揮作用。我們的深度學習算法開發分為兩個核心步驟：模型設計和模型訓練。在模型設計階段，我們構建計算網絡的架構，確定層數、神經元連接數及其間的連接模式，雖然模型設計決定了網絡的基本框架，但它並不決定計算網絡內部的具體參數，例如算法對信號放大的程度、抑制作用或是信號融合的方式。

模型訓練階段則是通過使用帶有醫療專家標記的訓練數據來確定這些參數的具體數值。首先，人類專家會為訓練數據（例如視網膜圖像）打上金標準標籤，如健康狀態或存在某種疾病（如糖尿病視網膜病變）。之後，計算網絡會對這些數據進行前向傳播，預測訓練數據的類別標籤。緊接著，將預測結果與金標準標籤對比，通過損失函數計算誤差信號。然後，誤差信號通過反向傳播回網絡，利用選定的優化算法調整網絡參數，以便在未來預測中減少類似誤差。這一訓練過程需反覆進行，直到找到一組表現優秀或足夠好的參數為止。訓練完成後，這些固定的參數將構成最終的深度學習模型，用於深度學習推理階段。



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In the deep learning inference phase, a trained deep learning model is used to compute new input data (such as retinal images) via the computation network and make identifications or predictions such as whether the input image shows diabetic retinopathy. Unlike the training phase, the inference phase does not involve backpropagation and parameter tuning. Instead, the deep learning model is directly deployed to make identifications or predictions on real-world data.

In the field of retinal image analysis, the application of deep learning covers a wide range of aspects such as disease classification, lesion detection, lesion segmentation and health risk assessment. Considering the complexity of the problems, the Company has elaborately developed up to more than 90 deep learning algorithms to cover a comprehensive range of disease, lesion and health risk detections. During the training process, the algorithms will accept the input of retinal image data manually labelled by medical experts, calculate the prediction results through computation network, compare the prediction results with the manually labelled standard answers, and adjust the parameters accordingly to minimise the prediction errors. After training on a large number of labelled retinal image samples, the algorithm learns inductively with the help of a computation network that reveals the intrinsic mathematical connection between the input data and the prediction results, thus enabling accurate prediction and early detection of a wide range of chronic diseases.

在深度學習推理階段，已訓練好的深度學習模型將通過計算網絡對新的輸入數據（如視網膜影像）進行計算並作出識別或預測（如是否存在糖尿病視網膜病變等）。與訓練階段不同，推理階段並不涉及反向傳播和參數調整，而是直接將經過部署的深度學習模型應用於實際世界數據以做出識別或預測。

在視網膜影像分析領域，深度學習的應用涵蓋了疾病分類、病灶檢測、病灶分割以及健康風險評估等多個方面。考慮到問題的複雜性，本公司已精心研發了多達90餘種深度學習算法，全面覆蓋各類疾病、病灶和健康風險的檢測範疇。在訓練過程中，算法會接受由醫學專家手動標記的視網膜影像數據輸入，經過計算網絡計算得出預測結果，並將預測結果與人工標記的標準答案進行比較，據此調整參數以最大程度減少預測誤差。在經過海量的帶標記視網膜影像樣本訓練後，算法借助揭示輸入數據與預測結果之間內在數學聯繫的計算網絡進行歸納學習，從而實現對多種慢性疾病的精確預測和早期發現。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### Intellectual Property Management

In accordance with the Patent Law of the PRC, the Trademark Law of the PRC and the Copyright Law of the PRC, the Company continuously strengthens the awareness of independent intellectual property rights, and clarifies the standards and procedures for the creation, application, management and protection of intellectual property rights. In order to strengthen and standardize the overall management of intellectual property rights and elevate the important status and role of intellectual property rights in the course of development, the Company has set up the intellectual property department for the purpose of comprehensive intellectual property management, and formulated the Intellectual Property Management Measures (Trial) in accordance with China's laws and regulations on intellectual property rights and based on the actual situation of the Company. All departments shall timely communicate with the intellectual property department or report or give feedback to the person in charge of the department for any intellectual property matters or problems involved in practical work, and cooperate with the department to take active measures to deal with or solve them. The Company advocates, encourages and insists on independent innovation, while encouraging employees to create patents, trademarks and computer software according to business needs as well as to declare them in time. In order to encourage inventions and improve employees' enthusiasm for technological innovation, the Company will reward employees who have made substantial contributions to service inventions (including inventions, utility models and designs) after filing patent applications for the service inventions.

In 2023, the Company's intellectual property department mainly conducted the following work:

- Responsible for periodically collecting the intellectual property needs of all departments, formulating the Company's intellectual property strategy, relevant regulations and work plans on intellectual property management according to the needs of all departments and the development strategy of the Company, and promoting the implementation;

#### 知識產權管理

根據《中華人民共和國專利法》、《中華人民共和國商標法》及《中華人民共和國著作權法》，本公司不斷增強自主知識產權意識，明確知識產權創造、運用、管理和保護標準及流程。為加強和規範知識產權的全面管理，提升知識產權在發展中的重要地位和作用，根據我國有關知識產權的法律法規，結合公司實際，本公司專門設置知識產權部來全面管理知識產權工作，且制定了《知識產權管理辦法》（試行）並沿用至今。各部門在實際工作中涉及的任何知識產權事項或問題，及時與知識產權部溝通或向知識產權部負責人通報或反饋，並配合知識產權部積極採取措施處理或解決。本公司主張、鼓勵、堅持自主創新，根據業務需要創造專利、商標、計算機軟件作品，並及時進行申報。為鼓勵發明創造，提高員工技術創新的積極性，本公司對職務發明做出實質性貢獻的員工，在該職務發明（包括發明、實用新型和外觀設計）提出專利申請後給予獎勵。

2023年本公司知識產權部主要做了如下工作：

- 負責定期收集各個部門的知識產權需求，根據各個部門的需求及本公司發展戰略，制定本公司知識產權戰略、知識產權管理的相關規定、工作計劃，並推動實施；

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- Responsible for organizing intellectual property training for R&D staff, marketing staff and others, and raising their intellectual property awareness;
- Responsible for intellectual property mining and planning, aiming to enhance the competitiveness of the Company with high-quality intellectual property rights;
- Responsible for the establishment of an intellectual property management system and the scientific and information-based management of the Company's intellectual property;
- Responsible for collecting and understanding the latest information on national intellectual property legislation and policies, monitoring the intellectual property trends of industries at home and abroad, and the intellectual property situation of markets and competitors at home and abroad, and periodically providing the latest information to provide reference for the Company's development decisions;
- Responsible for working with the CTO to carry out patent navigation analysis according to the importance of the project, technology route, etc. to assist the Company in decision-making and strategic orientation. Responsible for conducting patent assessment prior to project launch, as well as third party infringement risk screening and assessment throughout the process of project launch, MRD, R&D, Demo, online testing and official launch, and proactively avoiding using such design and reducing infringement risk. Responsible for conducting intellectual property due diligence to ensure the value and quality of intellectual property assets when the Company goes public, acquires or invests in third-party businesses, in cooperation with external partner organizations.
- 負責對包括研發人員、營銷人員在內的相關人員進行知識產權培訓，提高員工的知識產權意識；
- 負責知識產權挖掘和佈局，通過佈局一批高質量的知識產權，提升本公司的競爭力；
- 負責建立知識產權管理體系，對本公司知識產權進行科學化、信息化管理；
- 負責收集了解國家知識產權立法和政策的最新信息監控國內外行業知識產權動態，以及國內外市場和競爭對手的知識產權情況，定期提供最新情報，為本公司的發展決策提供參考；
- 負責聯合CTO根據項目的重要性、技術路線等開展專利導航分析工作，助力公司決策和戰略佈局。負責從項目立項之前進項專利評估，以及立項、MRD、研發、Demo、上線測試、正式上線等進程中全稱進行第三方侵權風險排查和評估，主動進行規避設計，降低侵權風險。負責在公司上市、收購、投資第三方業務時，連同外部合作機構，開展知識產權盡職調查以確保知識產權資產的價值和質量。

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During the Reporting Period, we were granted 87 new patents, including 42 inventions, 29 utility models and 16 appearance designs throughout 2023. As at December 31, 2023, the Company owned 419 patents and patent applications, including 230 issued patents and 189 patent applications in China, and 21 PCT applications, 90% of which were related to our main business products or services, covering the protection of our main business products. In 2023, we continued to protect our patents based on the technological improvement of our traditional main business, fundus detection products. We also focused on the continuous follow-up on the R&D and innovation of the Company's new business line of myopia prevention and control products, carried out patent early warning, patent navigation, etc., and formulated relative intellectual property protection programmes for different innovations, so as to achieve all-round patent protection. The Company also owned 82 software copyrights and 232 registered trademarks. On the basis of the registration of our main trademarks “鷹瞳” and “Airdoc”, we have registered new trademarks such as “歡瞳” and “循音”, which are used in our new products. The Company has made a number of achievements in the creation, application and management of intellectual property rights.

於報告期內，2023全年，我們共獲得授權87項新專利，包括42項發明，29項實用新型以及16項外觀設計。截至2023年12月31日，本公司擁有中國專利和專利申請419項，包括230項獲授專利和189項專利申請，以及21項PCT申請，其中90%的專利申請與主營業務產品或服務有關，覆蓋保護公司主營業務產品。2023年，我們在對傳統主營眼底檢測產品的技術改進進行持續專利保護的基礎上，還重點對公司新業務線近視防控產品的研發創新持續跟進，開展了專利預警、專利導航等工作，針對不同創新成果制定相對的知識產權保護方案，實現全方位的專利保護。公司還擁有82項軟件著作權，232件註冊商標，在主商標「鷹瞳」「Airdoc」的註冊基礎上，我們新註冊了「歡瞳」「循音」等商標，用在我們的新產品上。本公司在知識產權創造、運用、管理等方面均取得了一些成績。

	2017	2018	2019	2020	2021	2022	2023
	2017年	2018年	2019年	2020年	2021年	2022年	2023年
Total applications 總申請量	5	21	46	52	73	132	80
Total authorisations 總授權量	0	0	4	8	25	98	87

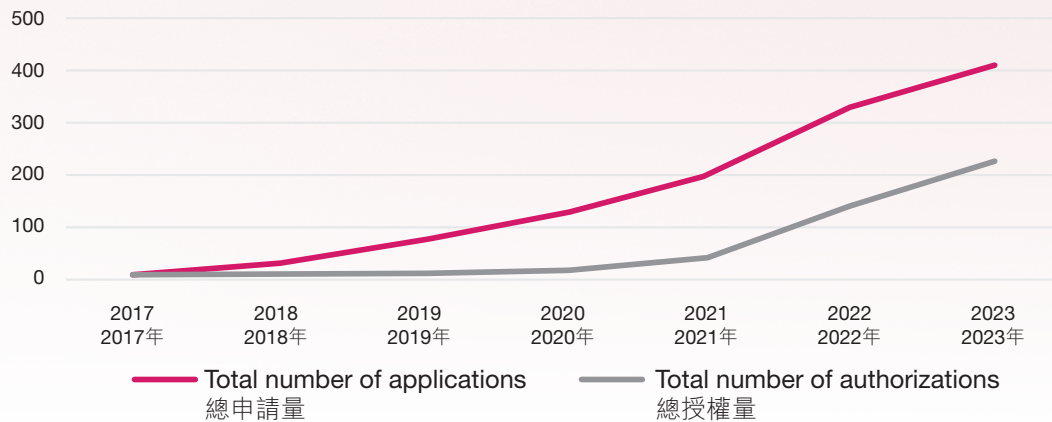


# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Overview of domestic patent applications and authorizations (cumulative)

#### 國內專利申請與授權總體情況 (累計)



In terms of intellectual property protection, the Company has always maintained a rigorous and firm attitude. In order to ensure that every new employee is fully aware of the importance of intellectual property rights, we have especially included the intellectual property module into the training of new employees and included it in the orientation assessment system. This initiative not only helps new employees to understand the basic information of intellectual property rights and the current situation of intellectual property rights in the Company, but also makes them deeply understand the importance and significance of intellectual property rights protection for the development of the Company.

在知識產權保護方面，本公司一直秉持著嚴謹而堅定的態度。為確保每一位新員工都能充分認識到知識產權的重要性，我們特地將知識產權模塊內容納入新員工培訓中，並列入入職考核體系。這一舉措不僅幫助新員工了解知識產權的基本信息和公司知識產權現狀，更使他們深刻認識到知識產權保護對公司發展的重要性及意義。

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For the R&D team, which is our core force, we have even stepped up training on intellectual property protection. Through regular intellectual property training, we provide R&D personnel with in-depth explanations of their key roles in intellectual property protection and how to integrate intellectual property protection concepts into their R&D work, so as to better protect R&D and innovations results and actively participate in intellectual property protection.

Meanwhile, in order to deeply excavate and protect the Company's innovation results, we start in-depth discussions with each R&D team from time to time to pay attention to the progress of product R&D and excavate intellectual property protection in the process. This kind of close communication and cooperation not only strengthens the collaboration among teams, but also provides a strong support for the Company's intellectual property protection work.

In addition, in order to ensure the security of intellectual property rights at the system level, the Company has signed confidentiality, non-competition and intellectual property ownership agreements with all employees. These agreements not only clarify the responsibilities and obligations of the employees in terms of intellectual property protection, but also provide a solid legal protection for the Company's intellectual property protection.

對於研發團隊這一核心力量，我們更是加大了知識產權保護的培訓力度。通過定期舉辦知識產權培訓，我們向研發人員深入講解了他們在知識產權保護中的關鍵角色，以及如何將知識產權保護理念融入研發工作中，從而更好地保護研發創新成果，積極參與知識產權保護。

同時，為了深入挖掘和保護公司的創新成果，我們不定期與各研發小組展開深入討論，關注產品研發進展，並在過程中進行知識產權保護挖掘。這種緊密的溝通與合作，不僅加強了團隊間的協作，也為公司的知識產權保護工作提供了有力支持。

此外，為了從制度層面確保知識產權的安全，公司已與所有員工簽訂了保密、不競爭及知識產權所有權協議。這些協議不僅明確了員工在知識產權保護方面的責任和義務，也為公司的知識產權保護提供了堅實的法律保障。

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It is worth mentioning that in July 2023, after the trial and judgement of the Nanshan Primary People's Court, Shenzhen, we obtained a major victory in the trademark rights protection of “鷹瞳”, which not only made the infringing party stop the infringing behaviour, but also enabled us to obtain more than RMB1.2 million of compensation. At the same time, we have invalidated the registered trademarks of similar trademarks of the infringer in other categories, thus completely eliminating the possibility of its continued infringement of our trademark rights. This judgment protected our brand and reputation, fully recognized our investment and efforts in “鷹瞳” brand over the years, and also demonstrated our determination and ability in intellectual property protection, which promoted the in-depth development of the Company's intellectual property protection work.

## RESPONSIBLE OPERATIONS

### Information Security and Privacy Protection

Great importance has been attached to information security management. The Company has formulated and implemented nearly 40 policies and systems to ensure information security management, such as General Outline of Information Security Management System, Management Measures for Security Risk Assessment, Data Backup Management System, Inspection and Assessment Management System, Management Measures for Data Confidentiality and Management Measures for Usage of Communication Tools. During the Reporting Period, the Company strictly abode by the abovementioned policies and systems. Thanks to our comprehensive information security protection system, the Company successfully passed the security audit by Ernst & Young Global Limited in 2023, which conducted a comprehensive risk assessment on the services provided by the Company. The assessment covered a wide range of areas such as information security policy, information security organisation and human resources security. The results of the assessment showed that there were some inherent risk points, but the overall risk rating was medium.

值得一提的是，2023年7月，經深圳市南山區人民法院審理和判決，我們取得了一場關於「鷹瞳」商標維權的重大勝訴，此次勝訴不僅使侵權方停止了侵權行為，並使我們獲得了人民幣120餘萬元的賠償；我們同時對該侵權方類似商標在其他類別上的註冊商標成功進行了無效宣告，從而徹底消除了其繼續侵犯我們商標權的可能性。這一判決保護了我們的品牌和聲譽，充分認可了我們多年來在鷹瞳品牌上的投入和努力，也彰顯了我們在知識產權保護方面的決心和能力，推動了公司知識產權保護工作的深入發展。

## 負責任運營

### 信息安全與隱私保護

本公司高度重視信息安全管理，制定並實施了如《信息安全管理體系總綱》、《安全風險評估管理辦法》、《數據備份管理制度》、《檢查及考核管理制度》、《數據保密管理辦法》及《通訊工具使用管理辦法》等近40餘項保障信息安全管理政策及制度。於報告期內，本公司嚴格按照如上政策及制度執行。得益於完善的信息安全保護體系，本公司在2023年成功通過安永(Ernst & Young Global Limited)的安全審計，針對本公司提供的服務，安永(Ernst & Young Global Limited)進行了全面的風險評估。評估中涵蓋了信息安全政策、信息安全組織、人力資源安全等多個方面。評估結果顯示，存在一些固有的風險點，但整體風險評級為中等。



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There was no change in our user agreement and privacy policy during our provision of AI-based solutions. Our collection and use of personal information of users, mainly their retinal images, directly or through our business partners, are subject to expressed prior consent and authority from users. We have entered into agreements with our business partners, which include the term that such business partners should be responsible for obtaining authority and consent from individuals for the collection, utilization and storage of their retinal images. We do not own the data collected from individuals directly or through our business partners but enjoy certain utilization rights in relation to such data such as using and analyzing such data for algorithm development, supporting diagnosis of diseases and relevant assessment on health risks, which are protected by the relevant PRC laws and regulations. Regarding the individuals' personal information we collected:

- We had obtained consent before collecting individuals' personal information;
- We used such individuals' personal information consistently with the consents obtained;
- We have adopted various measures to protect such data from misusing, leaking and attacking.
- 我們於收集用戶個人資料前已獲得授權同意；
- 我們使用該等用戶個人資料的方式與所獲得的授權同意相一致；
- 我們已經採取多種措施保護該等數據免遭濫用、泄露及攻擊。

在提供人工智能解決方案期間，我們的用戶使用協議與隱私政策未發生變化。我們直接收集或通過我們的業務合作夥伴收集、使用用戶的個人資料（主要為其視網膜影像），均須在事前獲取用戶明示同意的授權。我們已經與我們的業務合作夥伴簽訂了協議，其中包括的條款有該等業務合作夥伴應負責從用戶個人處獲得授權，同意收集、利用及存儲其視網膜影像。我們並不擁有直接從用戶個人或通過我們的業務合作夥伴收集的數據，但享有與該等數據有關且受中國相關法律法規保護的若干使用權，如使用及分析該數據用於算法開發、疾病的輔助診斷及相關健康風險的評估。對於收集的用戶信息：

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We have adopted various measures to ensure our compliance with the applicable data privacy and protection laws and regulations in the PRC. We have established strict data protection policies to ensure that the collection, use, storage, transmission and dissemination of data are in compliance with applicable laws and prevalent industry practice. All of the retinal images in our database have infinite life cycles and will not be deleted. Except for that, we also have retinal images stored in another temporary data storage system that are carried with a life cycle set by our business partners which generally ranges from one day to one year and will be deleted in due course upon our business partners' requests. For these retinal images that have been set with a life cycle by our business partners, we are able to conduct further research and development work through online learning. In online learning, we can leverage data with life cycle to improve our algorithm. Such deleted data will not be used and cannot be used in our training of algorithms going forward since they have been completely deleted from our system. However, such life cycle management did not and will not have a material impact on our training of algorithms as we already have a large, comprehensive, and high-quality retinal image database which includes real-world user retinal images with their corresponding multimodal data. To achieve our goals towards data protection, we adopt advanced technologies which ensure the implementation of data protection policies. We have developed systems and a data safe house structure in accordance with the relevant data protection laws and regulations to ensure the data are well protected and can only be used under the restricted circumstances as set out in our internal policies. We also enter into confidentiality agreements or clauses with our employees or third-party business partners to protect data privacy.

During the Reporting Period, the Company carried out the following work to safeguard information security:

We established a dedicated internal review committee for data security, which is composed of R&D head of data group, head of legal affairs and head of HR;

我們已經採取多種措施以確保我們遵守中國適用的數據隱私和保護法律法規。我們已制定嚴格的數據保護政策，確保數據的收集、使用、存儲、傳輸及傳播均符合適用法律及現行行業慣例。我們數據庫中視網膜影像均無生命週期且不會被刪除。此外，我們亦將視網膜影像存儲在另一個臨時數據存儲系統中，該等視網膜影像通常由我們的業務合作夥伴設定一天至一年的生命週期，並將根據我們業務合作夥伴的要求適時刪除。對於該等已由我們業務合作夥伴設定生命週期的視網膜影像，我們可以通過在線學習進一步開展研發工作。在在線學習中，我們可利用具有生命週期的數據來改進我們的算法。該等已刪除的數據今後將不會被使用，亦不能用於我們的算法訓練，因為其已從我們的系統中徹底刪除。但是這種生命週期管理並無亦不會對我們的算法訓練產生重大影響，因為我們已經擁有一個大型全面及優質的包含了真實世界用戶視網膜影像及其相應多態數據的數據庫。為實現數據保護目標，我們採用先進的技術，以確保落實數據保護政策。我們已根據相關數據保護法律法規開發出系統及數據安全屋結構，確保數據得到良好保護且只能在內部政策所載的有限情況下使用。我們還與我們的僱員以及第三方業務合作夥伴訂立保密協議或條款以保護數據隱私。

於報告期內，為保障信息安全，本公司開展了如下工作：

成立專門的數據安全內審委員會，由數據組研發負責人、公司法務負責人、公司HR負責人組成；

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According to the regulations and policies in respect of information security and data promulgated by the state, and taking into consideration the Company's operation, we further improved the information security system, developed the Management Measures for Data Confidentiality and Management Measures for Usage of Communication Tools, sent email notification to all staff in this regard, and organized regular training, sharing and examination;

We organized a safety appraisal meeting once a month concerning hardware R&D, edge intelligence algorithm, cloud-based service development, database management, operation and maintenance service, the Company's IT desktop and other aspects, discussed the safety upgrade and repairing in the current month, formulated further upgrade plans, and assigned dedicated person for implementation;

We engaged security specialists for safety troubleshoot on office network, data center and cloud-based service, kept a close eye on safety incidents in the industry, so as to discover and repair in a timely manner;

We invited the third-party professional security team for all-round regular exhaustive tests on office network, data center, and cloud-based service, and continued to upgrade and optimize.

During the Reporting Period, there was no data leakage in the Company.

In the future, the Company still strictly implements the existing policies and systems to safeguard information security, and will continue to pay close attention to the legislative and regulatory developments in data security, and conduct training and formulate compliance programs based on the latest legislation and law enforcement cases, so as to keep abreast of and meet the latest regulatory requirements.

根據國家頒佈的信息安全和數據方面的法規政策，結合公司運營情況，進一步完善公司信息安全制度，制定《數據保密管理辦法》、《通訊工具使用管理辦法》，發佈全員郵件通知，舉辦定期培訓、分享和考試；

每月組織一次安全評審會議，涉及硬件研發、邊緣智能算法、雲服務開發、數據庫管理、運維服務、公司IT桌面等多方面，討論當月的安全升級和修復，制定進一步升級計劃，並指定專人落實；

聘用安全專家，對辦公網絡、數據中心和雲服務進行整體的安全排查，持續關注業界安全事件，做到及時發現及時修復；

邀請第三方專業安全團隊，對辦公網絡、數據中心和雲服務進行全方位的定期滲透測試，不斷升級優化。

於報告期內，本公司未發生過任何數據泄露事件。

未來，本公司仍嚴格按照既定政策和制度執行以保障信息安全，將持續密切關注數據安全方面的立法和監管動態，並針對最新立法和執法案例開展培訓並制定合規方案，及時了解並匹配最新監管要求。



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### Customer Service Management

The Company has established a market-and-customer-oriented management system, which encompasses customers classification, customers relationship management, customers loyalty management and customers maintenance, and has continuously perfected relevant mechanisms and various business operation procedures according to business developments and changes in internal and external environments, striving to achieve the effective utilisation of customer resources, increase sales opportunities and sales volume, reduce operation costs, improve service quality, increase customer satisfaction, and so as to build long-term stable and friendly relationships with customers and improve our goodwill.

### After-sales Service Support

The Company provides after-sales services including customer service and technical support, in order to ensure the products and services are correctly used due to their particularity. Customers can contact, file complaints and get support through the customer service hotline. During the Reporting Period, the Company received no significant customer complaints.

With the aim to ensure the quality of after-sales services and user experience, we provide training sessions to customers and solution implementers through sales and marketing staff, who follow up the implementation after provision of solutions, gather feedback on solutions and provide after-sales support. Before providing after-sales services, sales and marketing staff are required to pass 31 internal exams, including those about product usage procedures and technical support.

### 客戶服務管理

本公司建立了以市場和客戶為導向的管理體系，包括客戶分類、客戶關係管理、客戶忠誠度管理和客戶維護等，並根據業務發展及內外部環境變化不斷完善相關機制及各項業務操作流程，從而實現客戶資源的有效利用，增加銷售機會和銷售額，降低運營成本，提升服務質量，提高客戶滿意度，以構建長期友好穩定的客戶關係，不斷提升我們的商譽。

### 售後服務支持

在售後服務方面，因產品及服務的特殊性，為確保其得到正確使用，本公司提供包含客戶服務與技術支持的售後服務。客戶可以通過客戶服務熱線進行聯絡、投訴並獲得支持。於報告期內，本公司未發生任何重大的客戶投訴。

為確保售後服務質量及用戶體驗，我們還通過銷售及營銷人員向客戶和解決方案的執行者提供培訓課程，銷售及營銷人員在提供解決方案後進行跟進，收集解決方案反饋並提供售後支持。銷售及營銷人員在提供售後服務之前需要通過31項內部考試，其中包括產品使用步驟以及技術支持。

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Upon launching new products, the Company will conduct extensive training for sales and marketing staff to ensure that they can provide high-quality after-sales services. The sales and marketing staff responsible for providing training and operational support on the use of SaMDs to customers and solution implementers have an average of more than ten years of working experience and rich industry know-how.

Teaching materials and online service (including a 12-hour online service, 400 telephone hotline for free consultation, email service on the official website) are available to support customers, implementers and end users of solutions.

#### Product Warranty, Returns and Exchanges

For our in-house developed hardware devices, the Company provides no less than one-year warranty period from the delivery of our products, during which we will provide free repair or exchange services except for repairs for man-made damages or damages resulting from force majeure events. During the Reporting Period, there were no violations of laws and regulations on product quality or incidents that had a significant impact on the Company. We had not experienced any material product return from customers.

#### Adverse Event Monitoring and Management

In order to strengthen the monitoring and re-evaluation of adverse events of medical devices, timely and effectively control the risks of medical devices after they are marketed, and protect human health and safety, our Company arranges professional personnel to be responsible for the monitoring and management of adverse events of products and services in accordance with the “Regulations on the Supervision and Administration of Medical Devices”. Our adverse event monitoring personnel receive adverse event information (including but not limited to product defects, recalls, use problems, accidents, etc.) through the Company’s official website, customer channels, etc., and report it to the monitoring agency in a timely manner through

本公司在發佈新產品時，將對銷售及營銷人員進行廣泛的培訓，以確保他們可以提供高質量的售後服務。負責向客戶和解決方案的執行者提供有關使用SaMD的培訓及操作支持的銷售及營銷人員平均擁有超過十年的工作經驗以及豐富的行業知識。

本公司亦提供教學材料和在線服務(包括12小時在線服務、400電話免費諮詢熱線、官網訴求郵件服務)以支持解決方案的客戶、執行者及終端用戶。

#### 產品保修及退換貨

對於本公司自主研發的硬件設備，保修期一般不少於一年，自產品交付之日起計算。在此期間我們提供免費維修或更換服務。但人為損壞或因不可抗力事件造成的損壞除外。於報告期內，本公司未出現和產品質量相關違反法律法規及產生重大影響的事件，亦未出現客戶大量退回產品的情況。

#### 不良事件監測和管理

為加強醫療器械不良事件監測和再評價，及時、有效控制醫療器械上市後風險，保障人體健康和生命安全，根據《醫療器械監督管理條例》，本公司安排專業人員專門負責產品及服務的不良事件監測和管理工作。我們的不良事件監測人員通過公司官網、客戶渠道等接收不良事件信息(包括但不限於產品缺陷、召回、使用問題、事故等方面)，並在規定的時間內通過國家醫療器械不良事件監測信息系統，及時向監測機構報告。倘若發生不良事件，我們將按照產品不良事件監測控制程序的規定予以處理，並按照《醫療器



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the national medical device adverse event monitoring information system within the specified time. If an adverse event occurs, we will handle it in accordance with the provisions of the product adverse event monitoring and control procedures, and report to the monitoring agency in accordance with the “Measures for the Administration of Medical Device Adverse Event Monitoring and Re-evaluation” and other laws and regulations. At the same time, we will also conduct safety research on medical devices, perform risk analysis and evaluation, and take measures such as suspending production and sales of related products, product recalls, etc., to minimize the health risks of products. Relevant records of medical device adverse event monitoring will also be systematically and completely preserved in files.

During the Reporting Period, our Company did not experience any adverse events of medical devices, but there was a product recall, and the only reason for the recall was that the instructions attached to the product were not the latest version filed at that time, and there was no quality problem with the product itself. After the incident, we acted quickly to issue recall notification letters to customers who bought the relevant batches of products, and received confirmation from the customer's reply letter. Meanwhile, we proactively travelled to the affected customers' sites and carried out timely replacement of the instructions and kept detailed records of the replacement. Throughout the recall process, we always adhered to the principle of putting clients first, quickly and accurately found and resolved the problem, and ensured the normal and safe use of the product by the customers. We are fully aware that any detail may affect the experience and trust of our customers. Therefore, we have reflected deeply on this incident and will further strengthen our internal management to ensure that such problem will not happen again.

械不良事件監測和再評價管理辦法》等法律法規的規定向監測機構匯報。同時，我們亦將開展醫療器械的安全研究進行風險分析及評估，並採取暫停生產及銷售相關產品，產品召回等措施，將產品健康風險降到最低。相關醫療器械不良事件監測記錄的文件亦將系統完整地予以保存。

於報告期內，公司未發生醫療器械不良事件，但發生了一次產品召回事件，召回的唯一原因是產品隨附的說明書不是當時最新備案的版本，產品本身並不存在品質問題。事件發生後，我們迅速行動，向購買了相關批次產品的客戶發放了召回通知函，並收到了客戶回覆函的確認。同時，我們積極前往受影響的客戶現場，對說明書進行了及時調換，並保留了詳細的更換記錄。在整個召回過程中，我們始終堅守客戶至上的原則，迅速、準確地發現並解決了問題，確保了客戶對產品的正常、安全使用。我們深知，任何細節都可能影響到客戶的體驗與信任，因此我們對此次事件進行了深刻反思，並將進一步加強內部管理，確保此類問題不再發生。



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In the future, the Company will continue to strengthen the monitoring and management of adverse events and strictly implement relevant internal regulations and processes to ensure timely and accurate disclosure of product-related adverse events to protect the public's life and health. At the same time, we will continue to improve quality management and safety management measures to ensure that our products and services always meet national and industry quality and safety standards.

#### Product Quality Assurance

In terms of product and service quality, the Company strictly complies with the Product Quality Law of the PRC, YY/T0287-2017 idt ISO13485:2016 Medical devices — Quality management systems — Requirements for regulatory purposes, YY/T 1406.1-2016 Medical device software Part 1: Guidance on the application of YY/T 0316 to medical device software to ensure that software and hardware products and services made by the Company meet the requirements for quality. In the meantime, a series of related internal quality management systems, including the Airdoc's Quality Manual, Management System for Quality Documents, Management System for Relevant Departments, Organizations and Staff, Management System for Procurement and Acceptance, Management System for the First-purchased Product Qualification Review, Management Regulations for Storage, Warehousing and Transportation of Medical Devices, Regulations on Quality Management of Medical Devices, Management System for Sales and After-sales Service, Management System for Substandard Products, Management System for Return and Exchanges of Medical Devices, Management System for Recalls of Medical Devices, Management Regulations on Verification and Calibration of Facilities and Equipment, Management System for Hygiene of Medical Devices and Health Status of Contact Persons, Quality Management Training and Assessment Regulations, Quality Accident and Complaint Handling Management System, have been established by the Company to assure the quality of products and services, satisfy customer needs and improve customer satisfaction.

在未來，公司將繼續加強不良事件的監測和管理，並嚴格執行相關的內部規定和流程，以確保能夠及時、準確地披露與產品相關的不良事件，保護公眾的生命健康；同時，公司亦將繼續加質量管理和安全管理措施，確保我們的產品和服務始終符合國家及行業的質量和安全標準。

#### 產品質量保障

本公司在產品及服務質量方面嚴格遵照《中華人民共和國產品質量法》、YY/T0287-2017 idt ISO13485 : 2016《醫療器械質量管理體系用於法規的要求》、《YY/T 1406.1-2016醫療器械軟件第1部分：YY/T 0316應用於醫療器械軟件的指南》，確保公司製造的軟、硬件產品及服務符合質量度量要求。同時，本公司內部制定了《北京鷹瞳質量手冊》、《質量文件的管理制度》、《有關部門、組織和人員的管理制度》、《採購驗收的管理制度》、《首次品種資質審核的管理制度》、《醫療器械庫房貯藏、出入庫、運輸管理規定》、《醫療器械質量管理的規定》、《銷售及售後服務的管理制度》、《不合格產品管理制度》、《醫療器械產品退換貨管理制度》、《醫療器械召回管理制度》、《設施設備驗證和校準的管理規定》、《醫療器械衛生和接觸人員健康狀況管理制度》、《質量管理培訓及考核的規定》和《質量事故和投訴處理的管理制度》等一系列相關的質量管理制度來保障產品及服務的質量，以滿足客戶需求，並持續提升客戶滿意度。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

During the Reporting Period, the specific measures taken by the Company to enhance product quality management were set out below:

The Company organised production and product quality control for whole process in strict accordance with the Good Manufacturing Practice for Medical Devices, and conducted training in respect to product quality of medical device related laws and regulations for various departments and positions;

The Company established quality manuals, procedure documents and management systems, operation procedures and other quality management system documents in accordance with YY/T0287-2017 idt ISO13485:2016 Medical devices – Quality management systems – Requirements for regulatory purposes and ISO9001 quality management system. The quality management system operated normally and effectively, which can meet regulatory requirements, YY/T0287-2017 standards and the actual operation requirements of the Company and has been continuously improved through internal audit and management evaluation. The Company successfully passed the on-site assessment and routine supervision and review of the system organised by relevant institutions such as National Medical Products Administration;

In accordance with relevant laws and regulations and the Guidelines for Supplier Evaluation of Medical Device Manufacturers, the Company has formulated the procedural document of SMP-05 Supplier Audit System to control the process of audit and evaluation on suppliers and conduct annual evaluation of existing suppliers, that all suppliers meet the requirements of qualified suppliers;

於報告期內，本公司在加強產品質量管理的具體措施如下：

本公司嚴格依據《醫療器械生產質量管理規範》組織生產以及全過程的產品質量控制，對各部門和崗位進行醫療器械產品質量相關法規的培訓；

本公司依據YY/T0287-2017 idt ISO13485：2016《醫療器械質量管理體系用於法規的要求》、ISO9001質量管理體系建立質量手冊、程序文件及管理制度、操作規程等質量管理體系文件。質量管理體系運行正常、有效，滿足法規要求，滿足YY/T0287-2017標準，滿足公司實際運行要求，並通過內審和管評等持續改進。本公司順利通過藥品監督管理局等相關部門機關組織的體系現場考核、例行監督審查等；

本公司依據相關法律法規及《醫療器械生產企業供應商審核指南》，制定程序文件《SMP-05供應商審核制度》，對供應商審核、評價等過程進行控制，對現有供應商開展年度評價工作，且均滿足合格供應商的要求；



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The Company has formulated the QCP-17 Traceability Control Procedure and established a traceability system to meet the traceability requirements of raw material adoption, production, inspection process and products. The traceability process is classified into processes of adoption, production, inspection and sales. The traceability methods are recording, record coding, materials coding, and product coding. Traceability requirements of the adoption process were applied throughout the whole recording process of adoption implementation and arrival acceptance; the inspection process and production process take the number of production lot and code of the product as the main traceability basis; the sales process takes the order number as the traceability basis, to establish sales accounts, and the recording content should include the name of the medical device, size, model, number of production lot, expiration date, sales date, purchasers' name, address and contact information;

The Company has formulated the QCP-23 Quality Control Procedure which stipulates the quality control of the whole process of the products, especially the adoption and production process, to ensure that the medical devices meet the mandatory standards and the registered or filed technical requirements of the product, including with verification, confirmation, monitoring, measurement, inspection and testing activities related to major raw materials, finished products, packaging materials, labels of product and its quality management; as well as including verification, confirmation, monitoring, measurement, inspection and testing activities and its quality management related to the production process, in particular the key processes of the production process;

本公司制定《QCP-17可追溯性控制程序》，建立可追溯性系統，滿足原材料採購、生產、檢驗過程及產品的追溯性要求。追溯過程分為採購過程、生產過程、檢驗過程和銷售過程。追溯方法為記錄、記錄編碼、物料編碼、產品編號。採購過程可追溯性要求貫穿在採購實施、到貨驗收的記錄過程中；檢驗過程、生產過程以產品的批號和編號作為主要追溯的依據；銷售過程以訂單號為追溯依據，建立銷售台賬，記錄內容應包括醫療器械名稱、規格、型號、生產批號、有效期、銷售日期、購貨單位名稱、地址、聯繫方式等內容；

本公司制定《QCP-23質量控制程序》，規定對產品實現全過程，特別是採購和生產過程的質量控制，確保醫療器械符合強制性標準以及經註冊或者備案的產品技術要求，包括與產品有關的主要原材料、成品、包裝材料、標籤等相關的驗證、確認、監視、測量、檢驗和試驗活動及其質量管理；亦包括與生產過程相關的，特別是與生產過程中關鍵工序相關的驗證、確認、監視、測量、檢驗和試驗活動及其質量管理；



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The Company has formulated the Inspection Procedures for Finished Products in accordance with mandatory standards and registered or filed product technical requirements, product delivery requirements and enterprise internal control standards to clarify that the finished products are subject to routine control of verification, confirmation, monitoring, measurement, inspection procedures, requirements and acceptance criteria, and acceptance and rejection and its related handling measures are subject to record;

The Company authorised the quality inspection department with the function of finished product inspection in accordance with the human resource management regulations, and the quality inspectors should inspect the finished products in accordance with the Inspection Procedures for Finished Products. If the product fails to pass the inspection, it will be handled in accordance with the QCP-25 Substandard Product Control Procedure; if the product passes the inspection, the releaser authorised by the Company will sign the release instruction, and the quality inspection department will issue eligibility certification documents, both will be put into the finished product packaging as the accompanying documents.

During the Reporting Period, there was no violation of production and service responsibility which had a material impact on the Company.

In the future, the Company will continue to improve the quality management of products and services from the following aspects:

- Strengthening quality awareness;
- Improving quality inspection skills;
- Improving suppliers' quality assurance capabilities;

本公司根據強制性標準以及經註冊或者備案的產品技術要求、產品交付要求、企業內部控制標準等制定《成品檢驗規程》，明確成品需要實施常規控制的驗證、確認、監視、測量、檢驗程序、要求及接收準則，接收和拒收及其相關處置措施都予以記錄；

本公司按照人力資源管理規程授權質檢部具備成品檢驗職能，質檢人員依據《成品檢驗規程》對成品進行檢驗。若檢驗不合格，依據《QCP-25不合格品控制程序》進行處置；若檢驗合格，經公司授權的放行人簽署放行指令，質檢部開具合格證明文件，作為隨機文件放入成品包裝。

於報告期內，公司未發生對公司有重大影響的產品和服務責任違規事項。

未來，本公司將從如下幾方面繼續提升對產品及服務的質量管理工作：

- 強化質量意識；
- 提升質檢技能；
- 提升供應商質量保障能力；

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

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- Strengthening quality control at the workshop site and in the production process;
- Improving system implementation;
- Regular quality month activities;
- Promoting product design improvement.
- 加強車間現場和生產過程質量控制；
- 完善制度執行；
- 定期開展質量月活動；
- 推進產品設計改良。

### Sustainable Supply Chain

Sincere cooperation with suppliers is an important guarantee for the Company to achieve its strategies, and also an inexhaustible driving force for its development. With emphasis on the communication with suppliers, we actively build a cooperation platform and strive to establish long-term, close, mutually beneficial and win-win partnerships with suppliers. We work together to provide customers with high-quality products and services, and promote the sustainable and stable development of the industry. During the Reporting Period, the Company's supplier partners increased to 115 from 43 in 2022.

Based on the relevant laws and regulations, such as YY/T0287-2017 idt ISO13485:2016 Medical devices -Quality management systems — Requirements for regulatory purposes, ISO14001 environmental management system standard and the Guidelines for Supplier Audit of Medical Device Manufacturers, we established the procedural document SMP-05 Supplier Audit System for supplier management and risk control.

### 可持續供應鏈

與供應商的精誠合作是我們實現公司戰略的重要保障，亦是本公司發展的不竭動力。我們重視與供應商的交流，積極搭建合作平台，力求與供應商建立長期緊密互惠共贏的合作關係，攜手為客戶提供優質產品和服務，推動行業持續穩定發展。於報告期內，本公司的供應商合作夥伴由2022年的43家增加到115家。

我們依據YY/T0287-2017 idt ISO13485：2016《醫療器械質量管理體系用於法規的要求》等相關法律法規、ISO14001環境管理體系標準和《醫療器械生產企業供應商審核指南》制定程序文件《SMP-05供應商審核制度》對供應商進行管理和風險管控。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

Our supplier selection mechanism covers all suppliers, which is divided into optical parts suppliers, electronic parts suppliers, mechanical structural parts suppliers and packaging accessories suppliers by category. The bidding system and process are divided into the following two points:

- Firstly, according to the materials supplied, the suppliers are classified into three levels: A (strategic suppliers), B (important suppliers) and C (ordinary suppliers). The selection requirements for class A and B suppliers are relatively strict. Sampling and verification will be conducted after a technical team confirms the qualification document collection, site review, staffing, upstream and downstream data chains of suppliers. Suppliers verified will be officially introduced after being approved as qualified suppliers and added to the list of qualified suppliers; class C can include the site review as an optional;
- Site review involves an inspection on the working environment of suppliers' employees. Staffing is about an inspection on labour contracts, and child labour is strictly prohibited. Suppliers that obtain environmental system certification (such as ISO14001) will get bonus points in supplier audits.

本公司的供應商篩選機制，覆蓋所有供應商，按照種類分為光學件供應商、電子件供應商、機械結構件供應商、包裝輔料供應商等。招標制度與流程具體分為以下兩點：

- 首先根據所供物料對供方進行分級，分為A(戰略合作供應商)、B(重要供應商)、C(一般合作供應商)三級；A、B級供方准入相對嚴苛，包括資質文件收集、現場審查、人員配置、了解供方上下游數據鏈等，經技術小組評審確認後，進行打樣驗證，驗證無問題經合格供應商審批後正式引入，加入合格供應商清單；C級准入可將現場審核作為可選項；
- 供應商准入中的現場審核會涉及供應商人員安全工作環境的考察；人員配置會了解供方勞工合約方面的考察，嚴禁使用童工；供應商有環境體系認證的(如ISO14001)會在供應商審核中適當加分。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The Company controls the process like supplier audit and evaluation based on SMP-05 Supplier Audit System, conducts a third-party review on a supplier's delivery quality, price and service quality in the current year, and issues an annual review report to evaluate the supplier, which will affect the allocation of cooperation shares in the next year. The Company strictly inspects and supervises suppliers during their performance. We will inspect suppliers' social responsibility and environmental protection aspects. Specifically,

- Suppliers using child labour will be ordered to make rectification, with point deduction in annual evaluation. Suppliers with low scores will be eliminated;
- Suppliers that obtain environmental system certification (such as ISO14001) will get bonus points in supplier audits.

本公司根據《SMP-05供應商審核制度》對供應商審核、評價等過程進行控制，對年交貨質量、價格情況、服務質量進行三方評審，並出具供應商年度評價報告，該報告影響來年的合作份額分配。本公司在供應商履約過程中嚴格進行檢查和監督，亦對供應商在社會責任及環境保護方面進行考察，具體如下：

- 人員配置出現使用童工現象，責令其整改，年度評價扣減分值，分值過低會被淘汰；
- 供應商有環境體系認證的（如ISO14001）會在供應商審核中適當加分。

#### Supplier Distribution

#### 供應商地區分佈表

Region 地區	Unit 單位	Total in 2023 2023年共計
<ul style="list-style-type: none"> <li>• North China (Beijing, Tianjin, Shanxi Province, Hebei Province, Inner Mongolia Autonomous Region)</li> <li>• 華北地區（北京市、天津市、山西省、河北省、內蒙古自治區）</li> </ul>	<ul style="list-style-type: none"> <li>• Number</li> <li>• 個</li> </ul>	33
<ul style="list-style-type: none"> <li>• Northeast China (Heilongjiang Province, Jilin Province, Liaoning Province)</li> <li>• 東北地區（黑龍江省、吉林省、遼寧省）</li> </ul>	<ul style="list-style-type: none"> <li>• Number</li> <li>• 個</li> </ul>	2
<ul style="list-style-type: none"> <li>• East China (Shanghai, Jiangsu Province, Zhejiang Province, Anhui Province, Fujian Province, Jiangxi Province, Shandong Province)</li> <li>• 華東地區（上海市、江蘇省、浙江省、安徽省、福建省、江西省、山東省）</li> </ul>	<ul style="list-style-type: none"> <li>• Number</li> <li>• 個</li> </ul>	20

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## 環境、社會及管治報告

Region 地區	Unit 單位	Total in 2023 2023年共計
<ul style="list-style-type: none"> <li>Central China (Henan Province, Hubei Province, Hunan Province)</li> <li>華中地區(河南省、湖北省、湖南省)</li> </ul>	<ul style="list-style-type: none"> <li>Number</li> <li>個</li> </ul>	5
<ul style="list-style-type: none"> <li>South China (Guangdong Province, Guangxi Zhuang Autonomous Region, Hainan Province)</li> <li>華南地區(廣東省、廣西壯族自治區、海南省)</li> </ul>	<ul style="list-style-type: none"> <li>Number</li> <li>個</li> </ul>	52
<ul style="list-style-type: none"> <li>Southwest China (Sichuan Province, Guizhou Province, Yunnan Province, Chongqing, Tibet Autonomous Region)</li> <li>西南地區(四川省、貴州省、雲南省、重慶市、西藏自治區)</li> </ul>	<ul style="list-style-type: none"> <li>Number</li> <li>個</li> </ul>	3
<ul style="list-style-type: none"> <li><b>Total</b></li> <li><b>總計</b></li> </ul>	<ul style="list-style-type: none"> <li><b>Number</b></li> <li><b>個</b></li> </ul>	<b>115</b>

In the future, the Company will continue to strictly audit suppliers, never accept suppliers that use child labour and cause environmental pollution, and encourage suppliers to recommend eco-friendly products according to its needs, such as low-power chips, degradable materials and reusable materials. In terms of supplier management, the Company will strengthen standardization and timeliness, such as strengthening the sampling inspection of key materials and enhancing the quality assurance of materials and prefer to cooperate with well-known manufacturers considering its social responsibilities.

未來，本公司將會在供應商准入環節繼續從嚴審核，絕不接受使用童工和存在環境污染現象的供應商，並鼓勵供應商結合需求推薦環保產品，如：低功耗的芯片，可降解材質，重複利用材料等。在供應商管理上，本公司將在規範性和及時性方面持續加強，如對重點物料強化抽查、對物料質量加強保障，並基於社會責任性的考慮，在選擇上會傾向於和知名品牌廠家的合作。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### Integrity and Compliance Operation

Anti-corruption is not only the core of enterprise management, but also an indispensable part of the enterprise's self-restraint mechanism. Strengthening anti-corruption has a far-reaching impact on the reform and sustainable development of enterprises, and is also a key measure to standardise and optimise their operational activities.

As a rule, all employees and business partners of the Company, including but not limited to regular employees, interns, part-timers, other individuals who receive compensation from the Company, partners, merchants, channel agents and suppliers, are required to strictly comply with all applicable laws and regulations.

The Company has established a corporate compliance governance system consisting of a three-tier structure of the Board of Directors, the Audit Committee and the internal audit department. The Board of Directors serves as the highest decision-making body for the Company's anti-fraud work, and the Chairman of the Board directly leads the investigation and handling of fraud cases. The Board of Directors is responsible for promoting the establishment of an anti-fraud culture and the construction and improvement of an internal control system for the prevention of fraud; the Audit Committee under the Board of Directors is responsible for overseeing the effectiveness of the internal audit department and making comments and suggestions on the assessment and adjustment of the head of the internal audit department; the internal audit department, as a permanent anti-fraud department, is responsible for co-ordinating and implementing cross-departmental company-wide anti-fraud actions, including receiving fraud reports, recording and registering the reports, organising investigations of fraud cases, issuing investigation reports and handling recommendations, and reporting to the management. Managers of each department are responsible for the day-to-day anti-fraud work in their respective areas, and are required to establish sound fraud prevention control procedures and take managerial responsibility for any fraudulent acts committed by their direct subordinates.

#### 誠信合規運營

反腐倡廉工作在企業管理中佔據核心地位，是企業構建自我約束機制不可或缺的一環。強化反腐倡廉對企業改革與持續發展具有深遠影響，同時也是規範和優化企業運營活動的關鍵舉措。

按照規定，本公司的全體員工及業務合作方，包括但不限於正式員工、實習生、兼職人員、從公司獲取報酬的其他個人、合作夥伴、商戶、渠道代理商以及供應商等，均需嚴格遵守所有適用的法律法規。

本公司已建立起由董事會、審計委員會和內審部三級架構組成的公司合規治理體系。董事會作為本公司反舞弊工作的最高決策機構，董事長直接領導舞弊案件的調查與處理工作。董事會肩負著推動建立反舞弊文化，構建和完善預防舞弊內部控制體系的重任；其下設的審計委員會則負責監督內部內審部門的工作效能，對內審部門負責人的考核與調整提出意見和建議；內審部作為常設的反舞弊職能部門，負責統籌並執行跨部門的全公司範圍內的反舞弊行動，包括受理舞弊舉報、記錄登記、組織舞弊案件調查、出具調查報告及處理建議，匯報給管理層。各部門管理人員對其所轄領域的日常反舞弊工作負有責任，必須建立健全預防舞弊的控制程序，並對直接下屬的任何舞弊行為承擔管理責任。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

The Company adheres to a high standard of business ethics, strengthens risk compliance management and information transparency, and adopts a “zero-tolerance” attitude towards any violation of the laws and regulations.

Employees and social parties with whom the Company has direct or indirect economic relations may make “integrity reports” or disclose or report actual or suspected corrupt practice by mail, letter, telephone or face-to-face communication regarding violations of professional ethics by employees. The internal audit department of the Company will keep the information of the whistleblower strictly confidential. For this purpose, the Company has especially set up an email address [ic@airdoc.com](mailto:ic@airdoc.com) for the internal audit department to receive all types of reporting information.

In 2023, the Company continued to promote the development of its ethical rules and systems, and further strengthened its efforts to combat various misconducts, such as falsification, bribery and acceptance of bribes.

Firstly, we have strengthened system construction. We revised our internal policies and systems, such as the Management Measures for Data Confidentiality, the Management Measures for Usage of Communication Tools, the Letter of Notification for Trial Equipment, and the Rules for the Management of Trial and Extension of Equipment, continued to standardise and improve the codes of conduct and requirements related to business ethics, imposed the anti-corruption, anti-money laundering, and anti-bribery requirements on all employees and partners, regulated the behaviour of our employees from various perspectives such as gifts, hospitality, and charities, and set out clear anti-corruption and anti-bribery requirements.

公司堅持高標準商業道德規範，加強風險合規管理和信息透明化，對任何違法違規行為採取「零容忍」的態度。

員工、與本公司存在直接或間接經濟關係的社會各方，可通過郵件、信函、電話或面對面交流等方式，就員工違反職業道德的問題進行「廉潔舉報」，或者揭露、舉報實際或疑似舞弊行為。本公司內審部對舉報人信息將嚴格保密。為此，公司特設了內審部電子郵箱 [ic@airdoc.com](mailto:ic@airdoc.com) 接收各類舉報信息。

2023年，本公司持續推進道德制度與體系建設，進一步加大對弄虛作假、行賄受賄等各種不正當行為的打擊力度。

一是強化制度建設。修訂了《數據保密管理辦法》、《通訊工具使用管理辦法》、《試用設備告知函》、《設備試用及延期管理細則》等內部政策制度，持續規範和完善商業道德相關的行為準則及要求，將反舞弊、反洗錢、反賄賂等要求覆蓋到全體員工及合作夥伴，從禮物、款待、慈善等多個角度對員工的行為進行規範，提出明確的反腐敗及反賄賂要求。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

Secondly, we have increased our supervision and enforcement efforts. We actively carried out internal audits and risk assessments related to business ethics and anti-corruption, including sales and receivables, expenses, funds, payables and procurement, research and development, and all other financial and material processes, and extended the audits to the relevant positions and responsible persons, so as to standardise the anti-corruption management of the Company. Based on the risk situation, we formulated annual self-inspection and audit plan, and improved the management system according to the audit results, so as to effectively control the business ethical risk of the Company.

Thirdly, we have clarified the policy on rewards and penalties. Employees who make significant contributions to reporting corruption incidents are rewarded; corruption incidents such as bribery, embezzlement, extortion and money laundering are dealt with seriously; and suppliers/customers violating anti-corruption regulations are subject to measures such as termination of business contracts and blacklisting, in accordance with the seriousness of the incident.

Fourth, we have created an anti-corruption culture. Training on anti-corruption, anti-bribery and business ethics is provided to all staff; through daily work exchanges, reporting on the latest domestic and international policy trends, and strengthening publicity, we have raised the awareness of business ethics among all staff and the awareness of compliance management among our partners, so as to form an anti-corruption culture within the Company and build up a strong line of defence against compliance and business ethics in all aspects.

During 2023, no significant risks related to corruption were discovered by the Company, and there were no confirmed incidents of corruption or public corruption-related legal proceedings against the Company and its employees.

二是加大監管執行力度。積極開展商業道德以及反腐敗相關的內部審計與風險評估，包括銷售與應收、費用、資金、應付與採購、研究與開發等所有涉財、涉物的流程，並延展審計到相關崗位及相關責任人，規範公司反腐敗管理工作。依據風險情況制定年度自查與審計計劃，並根據審計結果完善管理制度，從而有效地控制公司商業道德風險。

三是明確獎勵與懲罰政策。對舉報腐敗事件有重大貢獻的員工予以獎勵；對賄賂、貪污、勒索、洗黑錢等腐敗事件嚴肅處理；對違反反腐敗規定的供應商／客戶，按照事件嚴重程度，採取終止商業合約、列入黑名單等措施。

四是營造反腐文化。對全員開展反腐敗、反賄賂與商業道德培訓；通過日常工作交流、國內外最新政策動向匯報、加強宣傳等方式，提升全員商業道德意識與合作夥伴的合規經營意識，在公司內部形成反腐文化，全方位築牢合規與商業道德防線。

2023年度，本公司未發現涉及貪污的重大風險，也未出現已確認的貪污事件或公開針對本公司及其員工的貪污相關法律訴訟。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

In the future, the Company will continue to pay attention to and focus on anti-corruption and integrity work, strengthen the functions of anti-corruption monitoring organisations, broaden the field of external supervision, and improve the internal auditing mechanism, so as to build a solid green barrier for the healthy development of the enterprise.

#### Giving back to Community

The mission of the Company is “Accessible and Affordable to Everyone”, meaning artificial intelligence to make high-quality healthcare accessible and affordable to everyone. We are committed to our mission and will continuously adhere to inclusiveness, professionalism and long-term dedication to bring the best quality healthcare services to every ordinary person. As a responsible social enterprise, and with a view to responding to the unbalanced medical resource allocation, the Company has established its position with leading AI technology, developed rich and high-quality innovative product, actively participated in social welfare activities and industry discussion activities, to jointly promote the application of AI technologies in primary healthcare institutions and communities, feed back to society with concrete actions, establish a positive corporate image, enhance corporate culture, and boost employee’s sense of responsibility and collective honour.

The Company has relevant executives responsible for the operation team to support and participate in relevant public welfare activities including but not limited to Sight Day, Diabetes Day, Day of Persons with Disabilities, etc. We mainly participate in social welfare activities in the form of cooperation with institutions or governments, publicize and popularize relevant healthcare knowledge, and provide services regarding eye health, screening of diabetes and health risk assessment for various chronic diseases.

未來，本公司將持續關注和重視反腐倡廉工作，強化反腐監察機構的職能，拓寬外部監督領域，完善內部審計機制，為企業的健康發展構築堅實的綠色屏障。

#### 反饋社區民生

本公司以「讓健康無處不在」為使命，致力於打造每個人都用得上和用得起的健康服務，繼續堅守普惠之心，堅定專業之路，堅持長期主義，用心為每一個普通人，帶去最優質的健康服務。作為負責任的社會企業，本公司為解決醫療資源不均衡而創立，以領先的人工智能技術立身，研發了豐富而優質的創新產品，積極投身社會公益事業，參與行業探討，共同推動人工智能在基層醫療機構及社區的配置應用，用切實的行動反哺社會，樹立良好企業形象，昇華企業文化，提高員工社會責任感和集體榮譽感。

本公司有相關高管負責運營團隊支持，在包括不限於愛眼日、糖尿病日、殘疾人日等參與相關公益活動。我們主要以與機構或政府合作的形式參與社會公益活動，宣傳普及相關的健康醫學知識，並提供眼健康、糖尿病的篩查和多種慢病的健康風險評估服務。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

During the Reporting Period, the Company has mainly participated in the following activities in giving back to community (by order of time):

#### *Intellectual Property Open Day Activity to Helps Colleges and Universities with Social Practice*

On April 26, 2023, as a National Specialized and New “Small Giant” Enterprise and a National Intellectual Property Advantageous Enterprise, we held an intellectual property open day activity and invited student representatives from Beihang University and the Intellectual Property Academy of Renmin University of China to participate in the event. During the event, the students gained an in-depth understanding of the Company’s development history, corporate culture and achievements in intellectual property protection and innovation strategy. They experienced the high-tech products independently researched and developed by the Company and spoke highly of the Company’s strength in scientific and technological innovation and intellectual property protection. We have won a number of honours for our outstanding patented technology and high level of innovation, including the Excellence Award in the 24th China Patent Award. Through the event, the students deeply recognized the importance of intellectual property protection and innovation to the development of the Company, and inspired them to study and participate in science and technology innovation and intellectual property protection in depth. Airdoc will continue to be committed to scientific and technological innovation and intellectual property protection to promote social progress and economic development.

於報告期內，本公司在反饋社區民生方面主要參與過以下活動(按發生時間排序)：

#### *知識產權開放日活動 助力高校開展社會實踐*

2023年4月26日，我們作為國家專精特新「小巨人」和國家知識產權優勢企業，舉辦了知識產權開放日活動，邀請了北京航空航天大學和中國人民大學知產學院的學生代表參加。活動中，學生們深入了解了公司的發展歷程、企業文化以及在知識產權保護和創新戰略方面的成就。他們親身體驗了公司自主研發的高科技產品，並對公司的科技創新和知識產權保護實力給予了高度評價。我們憑藉卓越的專利技術和創新高度，榮獲了多項榮譽，包括第二十四屆中國專利獎的優秀獎。此次活動讓學生們深刻認識到知識產權保護和創新對公司發展的重要性，並激發了他們深入學習和參與科技創新與知識產權保護的熱情。鷹瞳科技將繼續致力於科技創新和知識產權保護，推動社會進步和經濟發展。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

### *AI-enabled Eye Health Diagnosis and Treatment in Hunan, a New Model Allowing Patients to Consult “Senior Experts” at Doorsteps*

On June 5, 2023, the Department of Ophthalmology at the Second Xiangya Hospital of Central South University, together with us, carried out remote consultation activities through 5G technology on the eve of Sight Day, delivering AI-assisted eye disease screening services to the primary hospitals. Doctors from Ningyuan County People’s Hospital conducted the “Sight Day” free consultation activities for local people by using our portable smart fundus camera, delivering AI-enabled screening services directly to the grassroots, so as to benefit more patients in remote areas and those with limited mobility. This initiative aims to solve the issues of lack of fundus disease doctors and weak diagnosis and treatment capacities at the grassroots level, so that the public can enjoy professional ophthalmology services at their doorsteps. The Department of Ophthalmology at the Second Xiangya Hospital of Central South University has provided AI screening services for more than 10,000 persons based on our diabetic retinopathy fundus camera so far by building a specialised alliance and an eye health information platform and using AI technology to enhance the early screening of eye diseases at the primary hospitals. In the future, the hospital together with the Company will continue to drive ophthalmic technology innovation and promotion, contributing to the development of eye health service in China.

### *AI賦能湖南眼健康診治新模式 患者在家門口看上「大專家」*

2023年6月5日，中南大學湘雅二醫院眼科聯合我們，在「愛眼日」前夕通過5G技術開展遠程會診活動，將AI助力眼病篩查服務送到基層醫院。寧遠縣人民醫院的醫生們攜帶我們的便攜式智能眼底相機，為當地群眾進行了愛眼日義診，將AI篩查服務直接送到基層，使更多偏遠地區和行動不便的患者受益。此舉旨在解決基層眼底病醫生匱乏、診療能力薄弱的問題，讓群眾在家門口就能享受到專業的眼科服務。中南大學湘雅二醫院眼科通過構建專病聯盟和眼健康信息化平台，利用AI技術提升基層醫院眼病早期篩查能力，至今已為超過10,000人次提供糖尿病視網膜病變眼底照相AI篩查服務。未來，該醫院將與我們繼續推動眼科技術創新和推廣，為我國眼健康事業發展貢獻力量。





## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### *“National Sight Day” Free Consultation Activities at Tibet Autonomous Region People’s Hospital: Pay Attention to Eye Health, Guard Bright Eyes*

On the occasion of the 28th “National Sight Day” on June 6, the Tibet Autonomous Region People’s Hospital successfully held a large-scale free health consultation activity with the theme of “Concern for Universal Eye Health”. This activity aimed to raise public awareness of eye care, popularise knowledge of eye diseases, and provide free fundus disease screening and eye disease diagnosis and treatment services for the general public.

At the event site, experts warmly received patients who came for consultation, provided them with professional eye examinations and patiently answered enquiries about daily eye care. Meanwhile, the hospital also introduced our advanced AI fundus camera to provide the public with convenient fundus disease screening services. Through meticulous examination and professional analysis, the experts provided personalised diagnosis and treatment advice to each patient to help them better protect their eye health.

During the free consultation activity, services were provided to more than 300 persons with distribution of medicines of more than RMB32,000, which further raised the public’s awareness of and attention to eye health. Tibet Autonomous Region People’s Hospital will continue to uphold the concept of “We take care of bright eyes with love”, provide the general public with high-quality ophthalmological diagnosis and treatment services, and contribute to the protection of people’s eye health.

#### *西藏自治區人民醫院「全國愛眼日」義診活動：關注眼健康，守護明亮雙眸*

6月6日，第28個「全國愛眼日」之際，西藏自治區人民醫院以「關注普遍的眼健康」為主題，成功舉辦了一場大型義診健康諮詢服務活動。此次活動旨在提高公眾的護眼意識，普及眼科疾病知識，並為廣大群眾提供免費的眼底疾病篩查和眼科疾病診療服務。

活動現場，專家們熱情接待了前來問診的患者，為他們提供了專業的眼科檢查，並耐心解答關於眼部日常保健的諮詢。同時，醫院還引進了先進的我們人工智能眼底相機，為群眾提供便捷的眼底疾病篩查服務。通過細緻的檢查和專業的分析，專家們為每一位患者提供了個性化的診療建議，幫助他們更好地保護眼睛健康。

此次義診活動共服務了300餘人次，發放了價值人民幣32,000餘元的藥品，進一步提高了群眾對眼健康的認識和重視程度。西藏自治區人民醫院將繼續秉承「我們用愛呵護明亮的雙眸」的理念，為廣大群眾提供優質的眼科診療服務，為守護人們的眼健康貢獻力量。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

### *The 9th Season of the “Eye Care Action” kicked off in Qinghai to aid children’s eye health screening*

On June 12, the much-anticipated 9th Season of “Eye Care Action” Qinghai Station officially kicked off at Yuanshan Hui Primary School in Xining City. This large-scale public welfare project, jointly initiated by five national institutions, aims to protect children’s eye health through the co-operation of multiple forces, and return a pair of bright eyes to Chinese children.

This event lasted for 7-days where in-depth children’s eye health public welfare activities were conducted in Qinghai. It is particularly worth mentioning that the event introduced our AI-based retinal image screening system to provide accurate detection and data support for children’s fundus health status through advanced AI technology, helping to establish a comprehensive eye health profile.

As a leading company in the field of AI, we have been actively participating in the “Eye Care Action” since 2019, using our advanced technology to contribute to children’s eye health. In this year’s “Eye Care Action”, we have completed eye health screening for students in Beijing, Inner Mongolia, Sichuan and Hunan, and will continue to carry out public welfare activities in Tibet, Xinjiang and Heilongjiang.

Fundus retina detection is a key component in understanding the development of myopia and eye health risks in adolescents. Our AI-based retinal image screening system, which can be operated by volunteers after simple training, automatically focuses and takes retinal pictures, and generates detailed detection reports through AI analysis. This system significantly improves screening efficiency, reduces labour and time costs, and provides strong technical support for children’s eye health welfare screening.

### *「愛目行動」第九季青海站啟動，我們助力兒童眼健康篩查*

6月12日，備受矚目的「愛目行動」第九季青海站在西寧市園山回族小學正式拉開帷幕。這一由國家五方機構共同發起的大型公益項目，旨在通過多方力量合作，為兒童眼健康保駕護航，還中國兒童一雙明亮的眼睛。

本站活動為期7天，將深入青海開展兒童眼健康公益活動。特別值得一提的是，此次活動引入了我們視網膜影像人工智能篩查系統，通過先進的AI技術，為孩子們的眼底健康狀況提供精準的檢測和數據支撐，助力建立全面的眼健康檔案。

我們作為人工智能領域的領先企業，自2019年起便積極參與「愛目行動」，用其先進的技術為兒童眼健康貢獻力量。今年的「愛目行動」中，我們已在北京、內蒙古、四川、湖南等地完成了學生眼健康篩查工作，未來還將赴西藏、新疆和黑龍江等地區繼續開展公益活動。

眼底視網膜檢測是了解青少年近視發展及眼健康風險的關鍵環節。我們的視網膜影像人工智能篩查系統，經過簡單培訓後，志願者即可操作，自動完成對焦和拍攝視網膜圖片，通過AI分析生成詳盡的檢測報告。這一系統顯著提升了篩查效率，降低了人力及時間成本，為兒童眼健康公益篩查提供了強有力的技術支持。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

Adhering to the mission of “Accessible and Affordable to Everyone”, we have long been concerned about the eye health of children and adolescents, and have launched a life-cycle eye health management programme. The Company actively participates in a number of public welfare projects, and cooperates with ophthalmologists to carry out science popularisation lectures and live broadcasting activities, so as to put the concern of children and adolescents’ eye health into practice.

In the future, will continue to deepen its innovative application in the field of children and adolescents’ eye health, and use AI technology to guard children’s eyesight. We are looking forward to more social forces to join the “Eye Care Action”, and jointly protect the children’s eye health.

我們秉承「讓健康無處不在」的使命，長期關注兒童青少年眼健康，推出全生命週期的眼健康管理方案。公司積極參與多項公益項目，聯合眼科專家開展科普講座和直播活動，將兒童青少年眼健康的關注落到實處。

未來，我們將繼續深化在兒童青少年眼健康領域的創新應用，用AI技術守護孩子們的明眸「視」界。我們期待更多社會力量加入到「愛目行動」中，共同為孩子們的眼睛健康保駕護航。



*Ophthalmology Department at Haidian Hospital and Airdoc appeared at “2023 National Science Popularisation Day Haidian Theme Activity” to promote eye health knowledge popularisation and AI technology application*

*海淀醫院眼科攜鷹瞳科技亮相「2023全國科普日海淀主題活動」，推動眼健康知識普及與AI技術應用*

On September 22, the much-anticipated “2023 National Science Popularisation Day Haidian Theme Activity” was grandly opened at the BBMG Intelligent Manufacturing Workshop in Beijing. The event was hosted by Haidian District Science and Technology Association (海淀區科學技術協會), aiming to popularise scientific knowledge and improve public scientific literacy. During the event, the Department of Ophthalmology of Beijing Haidian Hospital, together with Airdoc, presented a portable AI fundus camera, bringing the audiences a unique eye health popularisation feast.

9月22日，備受矚目的「2023全國科普日海淀主題活動」在北京金隅智造工廠盛大開幕。此次活動由海淀區科學技術協會主辦，旨在普及科學知識，提高公眾科學素養。在活動中，北京市海淀醫院眼科攜手鷹瞳科技，攜帶便攜式人工智能眼底相機亮相，為觀眾帶來了一場別開生面的眼健康科普盛宴。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The portable AI fundus camera demonstrated by the Department of Ophthalmology at Haidian Hospital is capable of screening and predicting blindness-causing eye diseases through in-depth analysis of fundus photos by AI technology. As a window to observe the micro-circulation of human blood circulation and the nervous system, screening of the fundus is important for early detection of blindness-causing eye diseases. With the assistance of AI deep learning, fundus screening can also predict and assess the risk of chronic diseases such as cardiovascular and cerebrovascular diseases in high-risk groups, providing strong support for clinical medical work.

At the event, the Ophthalmology Department at Haidian Hospital conducted fundus examinations for over 150 audiences. It only took 30 seconds for the audiences to take a photo of the fundus and then receive a detailed examination report within 2 minutes. This convenient and fast examination was well received by the audiences, who indicated that they had experienced the convenience brought by AI technology.

The event not only popularised the importance of regular fundus examination for screening blindness-causing eye diseases, but also allowed the audiences to experience the great convenience brought by AI technology-enabled medical services. This is of positive significance for promoting the development of clinical medical work, facilitating the sharing of scientific resources, and enhancing the overall health of the public.

In the future, the Department of Ophthalmology at Haidian Hospital will continue to work together with Airdoc and other innovative companies to deepen the cooperation in the field of eye health, promote the wide application of AI technology in medical services, and benefit more patients. At the same time, we also hope that through more similar popularisation activities, we can raise the public's attention to eye health, jointly guard bright eyes and promote the development of public health service.

海淀醫院眼科此次展示的便攜式AI眼底相機，通過AI技術對眼底照片進行深入分析，能夠篩查和預測致盲性眼病。眼底作為觀察人體血液循環的微循環和神經系統的窗口，其篩查對於早期發現致盲性眼病具有重要意義。在AI深度學習的輔助下，眼底篩查還能對高危人群心腦血管等慢性病進行風險預測和評估，為臨床醫療工作提供有力支持。

活動現場，海淀醫院眼科為超過150位觀眾進行了眼底檢查。觀眾僅需30秒的眼底拍照，便能在2分鐘內收到詳細的檢查報告。這種便捷、快速的檢查方式受到了觀眾的一致好評，他們紛紛表示體驗到了AI技術帶來的便利。

此次活動不僅普及了定期眼底檢查對於篩查致盲性眼病的重要性，還讓現場觀眾切身體驗到了AI技術賦能醫療服務所帶來的巨大便利。這對於推動臨床醫療工作的發展、促進科普資源的共建共享、提升大眾整體健康水平具有積極意義。

未來，海淀醫院眼科將繼續攜手鷹瞳科技等創新企業，深化在眼健康領域的合作，推動AI技術在醫療服務中的廣泛應用，為更多患者帶來福音。同時，也希望通過更多類似的科普活動，提高公眾對眼健康的重視程度，共同守護明亮雙眸，促進全民健康事業的發展。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

*Release of Blue Book on the Health of Four Million Chinese Medical Examination Population: As Detection Rate of Fundus Abnormalities Increasing Year by Year, Retinal AI Assessment Helps Eye Health Screening*

On November 30, under the guidance of the China Center for Health and Economic Research of Peking University, the 2023 edition of the “Blue Book on the Health of Four Million Chinese Medical Examination Population” based on retinal AI assessment, jointly released by iKang and Airdoc, was officially unveiled in Beijing. This is the health blue book released by such organisation for the fifth consecutive year, and the sample size this year has exceeded 4 million people in total, providing the public with a wealth of eye health data for reference.

According to the Blue Book, the total detection rate of fundus abnormalities has been rising year by year in recent years, from 76.1% in 2019–2020 to 78.7% in 2022–2023, and the detection rate of retinal vascular abnormalities has also climbed from 43.8% to 50.3%. This trend is undoubtedly a wake-up call for the public’s eye health and even systemic health, showing the urgency and importance of regular fundus screening.

At the release conference, a number of ophthalmologists and leaders in the field of medical AI gave keynote speeches, discussing in depth the new technologies, developments and applications of retinal imaging and medical AI. They agreed that the use of AI technology for fundus screening can not only improve detection efficiency, but also identify fundus lesions more accurately, providing strong support for early intervention and treatment.

*《四百萬體檢人群健康藍皮書》發佈：眼底異常檢出率逐年上升，眼底視網膜AI評估助力眼健康篩查*

11月30日，在北京大學中國衛生經濟研究中心的指導下，愛康集團與我們聯合發佈的2023版基於視網膜人工智能評估的《四百萬體檢人群健康藍皮書》在北京正式亮相。這是該機構連續五年發佈的健康藍皮書，今年的樣本總人數已突破400萬人次，為公眾提供了豐富的眼健康數據參考。

據藍皮書數據顯示，近年來眼底異常的總檢出率連年上升，從2019–2020年的76.1%上升至2022–2023年的78.7%，視網膜血管異常的檢出率也從43.8%攀升至50.3%。這一趨勢無疑給大眾的眼健康乃至全身健康敲響了警鐘，顯示出定期進行眼底篩查的緊迫性和重要性。

發佈會上，多位眼科專家和醫療人工智能領域的領軍人物進行了主題發言，深入探討了視網膜影像及醫療人工智能的新技術、新動態和新應用。他們一致認為，利用人工智能技術進行眼底篩查，不僅可以提高檢測效率，還能更精準地識別眼底病變，為早期干預和治療提供有力支持。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The release conference also prepared user sharing and expert report interpretation sessions, which demonstrated the positive significance of regular fundus examination, early screening, early diagnosis and early treatment through real-life cases. Among them, the experiences of two users were impressive. Ms. Cheng added the retinal imaging AI health assessment programme to her medical checkup, and luckily found a blindness-causing eye disease “macular hole” in time; while Ms. Chen found “papilledema” through such assessment programme, which was then diagnosed as “meningioma” in a tertiary hospital. Both users recovered after surgery, proving the importance of fundus screening.

The release of this Blue Book not only provides the public with authoritative data on fundus health, but also further promotes the application and development of Retinal AI assessment in the field of eye health screening. In the future, with the continuous progress and popularisation of the technology, it is believed that more people will benefit from fundus screening and early intervention, and work together to guard our bright eyes.

發佈會現場還設置了用戶分享和專家報告解讀等環節，通過真實的案例展示了定期進行眼底檢查、早篩早診早治的積極意義。其中，兩位用戶的經歷令人印象深刻。程女士在體檢中增加了視網膜影像人工智能健康評估項目，幸運地及時發現了致盲眼病「黃斑裂孔」；而陳女士更是通過該評估項目發現了「視乳頭水腫」，繼而在三甲醫院確診為「腦膜瘤」。兩位用戶均在手術後康復，充分證明了眼底篩查的重要性。

此次藍皮書的發佈，不僅為公眾提供了關於眼底健康的權威數據，也進一步推動了眼底視網膜AI評估在眼健康篩查領域的應用和發展。未來，隨著技術的不斷進步和普及，相信會有更多的人受益於眼底篩查和早期干預，共同守護我們的明亮雙眸。





## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### “Five Step-in” Health Promotion Activities

During 2023, Airdoc actively participated in the “Five Step-in” Caring Services Program (namely stepping in communities, schools, enterprises, villages and families) sponsored by Health.people.com.cn, and stepped in Jinzhan Township of Chaoyang District, Minmetals Development Co., Ltd., CETC, the State General Administration of Sport and the All China Federation of Trade Unions to provide fundus health screening services for employees of relevant units, assessing a number of indicators including eye health risk, glucose metabolism risk, arteriosclerosis risk, etc., while providing targeted health guidance advice for the workers experiencing the services, so as to put such services into practice.

Taken together, the above examples show that the Company has participated in public welfare activities, empowering partner organisations or government agencies with integrated AI hardware and software products, and providing users with quality health checkup services, which features the advantages of being fast, non-invasive, safe and accurate, as well as highly accessible, inclusive and sustainable, while conforming to the policy direction of the state.

In the future, the Company will gradually improve its social welfare, with senior executives taking turns to be in charge of public welfare projects, mobilising more employees to participate in them, and spending more time in more scenarios to provide more frequent AI testing services and reach out to more people. The Company’s goal is to provide regular and continuous retinal vascular nerve health monitoring services to 1/3 of the population on earth, truly realising “Accessible and Affordable to Everyone”.

#### 「五進」送健康活動

2023年期間，鷹瞳科技積極參與人民網•人民健康主辦的進社區、進學校、進企業、進農村、進家庭「五進」關愛服務計劃，先後走進朝陽區金盞鄉、五礦發展股份有限公司、中國電科、國家體育總局、中華全國總工會等單位，為相關單位的職工提供眼底健康篩查服務，評估包括眼健康風險、糖代謝風險、動脈硬化風險等在內的多項指標，同時為體驗職工提供有針對性的健康指導建議，將服務落到實處。

綜合以上事例，本公司參與公益活動，以人工智能軟硬件一體化產品為合作機構或政府機關賦能，為用戶提供優質的健康檢測服務，凸顯出快速、無創、安全、準確等優勢，具有極大的可及性、普惠性和可持續性，同時符合國家的政策導向。

未來，本公司在社會公益方面將逐步完善，由高管輪值擔任公益項目負責人，發動更多員工參與其中，用更多的時間，在更多的場景中，提供更多頻次的AI檢測服務，觸及到更多人群。本公司目標是能給地球上1/3的人口，定期持續提供視網膜血管神經的健康監測服務，真正實現「讓健康無處不在」。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### TALENT TRAINING AND DEVELOPMENT

### 人才培養與發展

#### Safeguarding the Rights and Interests of Employees

#### 維護員工權益

The Company strictly complies with relevant laws and regulations, including the Labor Law of the PRC, the Labor Contract Law of the PRC, the Social Insurance Law of the PRC, the Individual Income Tax Law of the PRC, the Law on the Protection of Women's Rights and Interests of the PRC, the Regulations on Labor Protection for Female Workers, the Regulation on Public Holidays for National Annual Festivals and Memorial Days, as well as the Regulation on Labor Security Supervision.

本公司嚴格遵守《中華人民共和國勞動法》、《中華人民共和國勞動合同法》、《中華人民共和國社會保險法》、《中華人民共和國個人所得稅法》、《中華人民共和國婦女權益保障法》、《女職工勞動保護規定》、《全國年節及紀念日放假辦法》、《勞動保障監察特例》等相關法律法規。

We recruit employees mainly through recruitment websites and internal recommendations. In accordance with the Labor Law of the PRC, the Company signs individual employment contracts with employees stipulating salary, employee benefits, workplace safety, confidentiality obligations, non-competition, reasons for termination, etc.

我們主要通過招聘網站、內部推薦來招聘員工。根據《中華人民共和國勞動法》，本公司與員工簽訂個人僱傭合約，涵蓋工資、員工福利、工作場所安全、保密義務、不競爭及終止理由等事項。

The Company is committed to safeguarding basic human rights and adopts a zero-tolerance stance against the use of child labor or forced labor under any circumstances. We take certain preventive measures, such as requiring candidates to present valid personal identification documents during the recruitment process for verification, and conducting background checks on all employees. In case of any fraudulent information found, the Company will take appropriate actions to terminate such behavior, to ensure compliance with all applicable laws and regulations.

本公司致力於維護基本人權，並對在任何情況下僱傭童工或強制勞工的現象採取零容忍的立場。我們採取一定的預防措施，例如在招聘過程中，候選人都必須出示合法的個人身份證明文件，以便核實，所有員工需接受相關的背景調查。一經發現欺詐信息，本公司將立即採取適當行動，終止該種行為，以確保遵守所有適用的法律法規。

## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

During the Reporting Period, the Company did not employ any child labor or engage in any forced labor practices, and there were no violations or underpayments of social insurance contributions.

於報告期內，本公司未發生僱傭童工或強制勞工現象，未發生任何社會保險違規及欠繳現象。

#### Employee composition in 2023

#### 2023年員工分佈

Employee category	員工類別	Number of employees 人數
Total employees	員工總數	351
<b>By gender</b>	<b>性別分類</b>	
Male	男	207
Female	女	144
<b>By employment type</b>	<b>僱傭類型</b>	
Full-time	全職	339
Part-time	兼職	12
<b>By age group</b>	<b>年齡層分類</b>	
Under 30 years old	30歲以下	110
30-50 years old	30-50歲	232
Over 50 years old	50歲以上	9
<b>By geographical region</b>	<b>地域區分</b>	
Beijing, China	中國北京	232
Shanghai, China	中國上海	39
Other regions	其他	80

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Employee turnover in 2023

### 2023年員工流失

Employee category	員工類別	Number of employees 人數
<b>By gender</b>	<b>性別分類</b>	
Male	男	68
Female	女	31
<b>By age group</b>	<b>年齡層分類</b>	
Under 30 years old	30歲以下	30
30–50 years old	30–50歲	69
Over 50 years old	50歲以上	0
<b>By geographical region</b>	<b>地域區分</b>	
Beijing, China	中國北京	70
Shanghai, China	中國上海	7
Other regions	其他	22

### Employee Care and Welfare

### 員工關愛及福利

To enhance the sense of belonging of employees, the Company carried out a series of employee care activities to provide them with a platform for self-presentation and communication to meet their spiritual needs and enhance their sense of happiness. For example, each monthly meeting includes a self-introduction session for new employees. We also encourage our employees to promote multi-layer communication, expand their career skills and develop hobbies. The Company provided benefits to its employees, including supplementary commercial insurance, monthly and annual merit bonuses, lunch subsidies, rental subsidies, fitness subsidies, annual medical check, holiday welfare, marriage care and maternity care, and occasional team building activities.

為增強員工的歸屬感，本公司開展一系列的員工關懷活動，為員工提供展示自我、交流溝通的平台，滿足員工的精神需求，提升員工的幸福感。如每個月會均設置新員工自我介紹環節，鼓勵員工之間多層面交流，拓展職業技能，發展興趣愛好。本公司為員工提供的福利包括補充商業保險、月度年度優秀員工獎金、午餐補助、租房補貼、健身補貼、年度體檢、年節福利、婚育關懷、不定期團建等。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

The development and growth of the Company is the result of the persistent efforts and selfless dedication of all employees. In February 2024, a year-end commendation meeting was held as an official and sincere way to show our respect and recognition to those employees who have made outstanding contributions to the development of the Company. Medals of Honour were awarded to recognise and remember the hard work, forging ahead and selfless dedication of our employees to the team, which strengthened their sense of collective honour and deepened their sense of belonging to the Company.

At the level of humanistic care, the Company has planned a series of activities on specific festivals to express our care and respect for each employee. For example, on the International Women's Day in 2023, a "Goddess Day" celebration was presented to all female employees, with a bunch of beautiful flowers and a cake packed in a mystery box for each woman. The details reflect the company's people-oriented corporate culture and the high recognition and affirmation of the value of female employees.

公司的發展壯大，凝聚了全體員工持之以恆的努力與無私的付出。在2024年2月舉辦了年終表彰大會，以此莊重而誠摯的方式向那些為公司發展立下卓越功勳的員工們致以崇高敬意。公司特別頒發榮譽勳章，以此表彰和銘記員工們的辛勤耕耘、銳意進取的精神以及他們對團隊無私奉獻的高尚品質，這一舉措強化了員工們的集體榮譽感，深化了他們對於公司的歸屬意識。

在人文關懷層面，公司在特定節日中策劃了一系列活動，以實際行動表達對每一位員工由衷的關愛與尊重。例如，在2023年國際勞動婦女節這天，為全體女員工呈現了一場「女神節」的慶祝活動，為每位女士獻上了美麗的鮮花和盲盒蛋糕。點滴細節間體現出公司以人為本的企業文化，以及對女性員工價值的高度認同與肯定。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### Employee Health and Safety

Modern enterprises put forward the core concept of “people orientation”, which is embodied in the attention to the safety and health of employees. A safe and comfortable working environment not only helps improve the working efficiency of employees and ensure their physical and mental health, but also promotes standardized management of enterprises, enhances brand image and improves their comprehensive competitiveness.

The Company strictly complies with relevant laws and regulations including the Production Safety Law of the PRC and Law on Prevention and Treatment of Occupational Diseases of the PRC. During the special season when influenza is highly prevalent, the Company pays particular attention to the health and work safety of employees, for which we have taken active and effective measures. We always keep timely and sufficient ventilation in the office to create a fresh and healthy office environment, and reserve sufficient medicines in advance to provide timely protection for possible sudden physical discomfort at any time.

At the same time, in order to shape and strengthen the Company's unified brand image, highlighting the team spirit and vitality, the Company customised and distributed three sets of work clothes for three seasons of summer, autumn and winter. The work clothes not only reflects the Company's consistent image recognition, but also highlights the staff's neat and tidy, positive state of mind.

The businesses of the Company do not involve occupational hazards. During the Reporting Period, the Company had no violations due to failure to provide a safe working environment, no work-related deaths, and no lost days due to work-related injuries. Neither there was any work-related fatality in 2022, 2021 and 2020.

### 員工健康與安全

現代企業的管理提出「以人為本」核心理念，關注員工的安全與健康正是以人為本的重要體現。安全舒適的工作環境不僅有助於提高職員的工作效率、保證職員身心健康，同時有助於促進企業規範管理，提升品牌形象，提高自身的綜合競爭能力。

本公司嚴格遵守《中華人民共和國安全生產法》、《中華人民共和國職業病防治法》等法律法規。在流感高發的特殊季節，公司尤為注重員工的身體健康與工作安全，為此我們採取了積極有效的措施。辦公室內始終保持適時、充分的通風換氣，以營造清新、健康的辦公環境，並預先儲備充足的藥品，隨時為可能突發的身體不適提供及時的保障。

與此同時，為了塑造並強化公司的統一品牌形象，彰顯團隊精神風貌與活力，公司定製併發放了夏、秋、冬三季的工作服裝。公司制服不僅體現了公司一致的形象識別，更突顯出員工們整齊劃一、積極向上的精神狀態。

本公司的業務不涉及職業病危害。於報告期內，本公司沒有因未能提供安全工作環境而發生的違規事件，未發生因工作原因導致職員死亡事件，因工傷損失工作日數為0天。2022年、2021年和2020年，亦沒有發生因工作原因導致職員死亡事件。



## ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

### 環境、社會及管治報告

#### Employee Development and Training

Upholding the concept of “people orientation”, the Company believes that employees with sufficient skills and experience are our most valuable asset. Under the guidance of an open, unified, innovative and shared corporate culture, we continuously improve and deepen talent training, and regard learning as our core competitiveness and an important part of corporate culture. The Company continuously pools internal and external training resources, gradually builds a three-dimensional and multi-level training system covering all employees to meet their career development needs, with a view to enhance the occupational competence of employees to ensure our sustainable and healthy development. Therefore, the Company has set the following management goals in terms of employee training:

- Helps to equip new employees with job competencies through new hire and commercialisation training;
- To improve employee’s efficiency through product knowledge and business competence training;
- To Enhances the generic competencies of employees through performance management, manager’s daily performance feedback and coaching, helping employees to better fulfil their job responsibilities and achieve better performance;
- To strengthen team cohesion and cooperation consciousness through team building and all-hands meetings.

Our in-house training is divided into six categories according to different purposes and objects: on boarding, commercialization training, general competency training, leadership training, experiential learning (team building), and all-hands meetings.

#### 員工發展與培訓

本公司堅持「以人為本」的理念，相信擁有足夠技能和經驗的員工是我們最寶貴的財富。在開放、統一、創新、共享的企業文化指引下，我們不斷完善和深化人才培養，將學習作為企業的核心競爭力和企業文化的重要組成部分。本公司持續整合內外培訓資源，以員工的職業發展需求為指引，逐步構建起覆蓋全體員工的立體化、多層次的培訓體系，全面提升員工職業能力，以確保企業持續健康發展。因此，公司在員工培訓方面制定了以下管理目標：

- 通過新員工和商業化培訓，幫助新員工具備崗位勝任力；
- 通過產品知識和業務能力培訓，提升員工的工作效率；
- 通過績效管理、經理日常績效反饋和輔導，提升員工的通用能力，幫助員工更好地履行工作職責和取得更佳的績效表現；
- 通過團建及全員會，加強團隊凝聚力和協作意識。

我們內部培訓根據不同目的、不同對象劃分為新員工培訓、商業化培訓、通用力培訓、領導力培訓、團隊體驗式學習（團隊建設）、全員會議六大類。



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The Company requires all new recruits to pass the following four assessments within one month of entry on duty:

- Learning from Understanding Airdoc: Online Learning Task Package for New Employees and passing the exam;
- Learning from Integrating into Airdoc: Offline Training Examination for Employees and passing the exam;
- Passing one-on-one assessment of report interpretation;
- Passing assessment of manual operation of devices.

本公司要求所有新員工入職一個月內必須通過以下四項考核：

- 完成《了解鷹瞳：新員工在線學習任務包》學習內容並通過考試；
- 完成《融入鷹瞳：員工線下培訓結營考試》並通過結營考試；
- 通過一對一的報告解讀考核；
- 通過手動設備操作考核。

In addition to the above regular training, we also organized a mid-year development program for all staff in mid-July 2023, including a series of activities such as all-staff team building, case sharing, seminar on business and Gen AI innovation competition, which can strengthen the cohesion and coordination of team.

除以上常規培訓外，我們還在2023年7月中旬組織了全員年中拓展項目，包括全員團建、案例分享、業務研討、Gen AI創新比賽等一系列活動，增強了團隊的凝聚力和協作能力。



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The Company trained a total of 339 employees in 2023, with a training coverage rate of 96.58% and representing an increase of 1.58% over the previous year. The percentage of training hours by gender and rank is show in the table below:

2023年度，本公司累計受訓員工339人，培訓覆蓋率96.58%，比前一年提高1.58%。按性別和層級劃分培訓時間比例，如下表所示：

Employee Training (from January 1 to December 31, 2023)	員工培訓 (2023年1月1日- 12月31日)	Number of employees trained	Percentage	Average training hours completed per employee/ (hour) 平均受訓 時長/(小時)
<b>By gender</b>	<b>性別分類</b>			
Male	男	205	100%	14
Female	女	134	100%	22
<b>By rank</b>	<b>職級分類</b>			
Management	管理層	33	100%	87
Non-management	非管理層	306	96.2%	9

## GREEN AND SUSTAINABLE DEVELOPMENT

## 綠色可持續發展

### Emissions Management

Our Company is deeply aware of the importance of building a resource-saving and environment-friendly society, and regards it as an unshirkable responsibility of enterprises. Saving energy and improving the efficiency of energy use not only helps to reduce operating costs, but also promotes the research and development and innovation of new technologies. Therefore, we always adhere to the Environmental Protection Law of the People's Republic of China, Water Law of the People's Republic of China and Energy Conservation Law of the People's Republic of China, and endeavour to achieve the harmonious coexistence and sustainable development of human beings, resources and the environment.

### 排放物管理

本公司深刻認識到建設資源節約型、環境友好型社會的重要性，並視之為企業肩負的不可推卸的責任。節約能源、提升能源使用效率，既有助於降低運營成本，又能推動新技術的研發與創新。因此，我們始終堅守《中華人民共和國環境保護法》、《中華人民共和國水法》及《中華人民共和國節約能源法》等法律法規，致力於實現人、資源與環境的和諧共生與可持續發展。



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While pursuing economic benefits, we always put environmental benefits in the first place. While our business grows steadily, we deeply implement the concept of energy conservation and environmental protection, and have taken a series of practical initiatives to promote the development of our Company in the direction of cleanliness, efficiency and greenness. We attach great importance to the economical use of natural resources and strive to find the best balance between economic and environmental benefits.

The Company's energy and resource consumption focuses on the following three areas: firstly, water resources consumed for toilet water and drinking water; secondly, electricity consumed for lighting, air-conditioning and other equipments in the daily office and the factory; and lastly, photocopying paper consumed in the daily office and production order making.

We actively advocate our employees to conserve electricity and water, and notifies them to turn off power before holidays to save energy. In 2023, our electricity consumption is 85,647.1 kWh, with an average annual consumption of 61.1765 kWh per square metre of gross floor area, and an annual per capita consumption of approximately 244 kWh. We have not only made great efforts to conserve water resources, but also committed to improving the efficiency of water utilisation. We endeavour to promote the rational use of water resources by strengthening the education of our employees on water conservation awareness, cultivating good water conservation habits, and installing water conservation signs in the Company's toilets. In 2023, our water supply was stable and met the needs of our daily production operations.

在追求經濟效益的同時，我們始終將環境效益放在首位。在業務穩步發展的同時，我們深入貫徹落實節能環保理念，採取了一系列切實可行的舉措，推動公司向清潔、高效、綠色的方向發展。我們高度重視對自然資源的節約利用，力求在經濟效益與環境效益之間找到最佳平衡點。

本公司的能源及資源消耗主要集中在以下三個方面：首先是衛生間用水及飲用水所消耗的水資源；其次是日常辦公及工廠車間內照明、空調等設備所消耗的電能；最後是日常辦公及生產製單所消耗的複印紙。

我們積極倡導員工節約用電、用水，並在節假日前提醒員工關閉電源，以節約能源。在2023年，本公司的電能消耗量為85,647.1千瓦時，每平米建築面積年平均耗電量為61.1765千瓦時，人均年耗電量約為244千瓦時。我們不僅在節約水資源方面下足了功夫，還致力於提升水資源的利用效率。通過加強員工的節水意識教育、培養良好的節水習慣，並在公司衛生間設置節水標識，我們努力推動水資源的合理利用。在2023年，本公司水源供應穩定，滿足了日常生產運營的需求。



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Considering that our Company relies heavily on assembly processes for the manufacturing of medical devices, we keep our water usage and packaging material consumption relatively low compared to other manufacturing processes. For this reason, water usage and packaging material consumption are not listed as core ESG (Environmental, Social and Governance) issues for our Company, despite the growing importance of environmental protection and sustainability in nowadays. We recognise that any manufacturing activity has an impact on the environment, but given the nature of our production, we do not keep detailed statistics on the impact.

However, this does not mean that we have neglected environmental protection. In fact, even in the process of business restructuring and optimisation, we have always been actively practicing green office concepts and are committed to reducing our environmental impact in our daily operations. We are well aware of that the large consumption of office paper not only increases the Company's operating costs, but also adds to the burden on the earth. Therefore, we have taken a series of measures to reduce the use of office paper, such as promoting the use of electronic documents, optimising the printing process and encouraging double-sided printing. At our Changsha plant, we are always committed to promoting green production, reducing energy consumption and protecting the environment. To this end, we have adopted a series of practical and effective energy-saving measures to create an environmentally friendly and efficient factory operation model. Firstly, in order to reduce the use of lifts and freight elevators, we have clearly stipulated that employees should only use lifts for people and avoid using freight elevators. This is because freight elevators consume relatively high amounts of energy, and reducing their use can significantly reduce energy consumption. At the same time, this also reminds employees to pay attention to energy saving in their daily work and develop good energy-saving habits. Secondly, we focus on energy saving in office lighting. By optimising the lighting design, we have adopted energy-saving LED lamps, which are not only bright and long-lasting, but also have low energy consumption, which

考慮到本公司在醫療器械的製造方面主要依賴組裝工藝，相較於其他製造過程，我們的用水量以及包裝材料的消耗均保持在相對較低的水平。正因如此，儘管環保與可持續發展在當今社會的重要性日益凸顯，水資源的使用和包裝材料的消耗並未被列為本公司的核心ESG（環境、社會和治理）議題。我們明白，任何製造活動都會對環境產生一定影響，但鑒於我們的生產特性，我們並未對這些數據進行詳盡的統計。

然而，這並不意味著我們對環保工作有所忽視。事實上，即便在業務調整和優化的過程中，我們始終積極踐行綠色辦公理念，致力於在日常運營中減少對環境的影響。我們深知，辦公用紙的大量消耗不僅增加了公司的運營成本，還加重了地球的負擔。因此，我們採取了一系列措施來減少辦公用紙的使用，比如推廣電子文檔的使用、優化打印流程、鼓勵雙面打印等。在長沙工廠，我們始終致力於推動綠色生產，減少能源消耗，保護環境。為此，我們採取了一系列切實有效的節能措施，以打造環保、高效的工廠運營模式。首先，為了減少電梯和貨梯的使用，我們明確規定了員工只能走人梯，避免使用貨梯。這是因為貨梯的能耗相對較高，減少其使用能夠顯著降低能源消耗。同時，這也提醒員工在日常工作中注重節能，養成良好的節能習慣。其次，我們注重辦公室照明的節能。通過優化照明設計，我們採用了節能LED燈具，這種燈具不僅亮度高、壽命長，而且能耗低，能夠有效降低照明能耗。此外，我們還鼓勵員工在離開辦公室時隨手關燈，減少不必要的浪費。此外，我們還限制了非工作需要的功率較高的外圍設備的使用，並

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can effectively reduce lighting energy consumption. In addition, we encourage our employees to switch off the lights when they leave the office to reduce unnecessary waste. In addition, we restrict the use of higher power peripherals that are not required for work and encourage staff to switch off computers and electrical appliances that are not in use. This measure helps reduce standby energy consumption and lower the overall energy consumption level. In terms of controlling room air-conditioning temperatures, we enforce a standard of 26°C to ensure that room temperatures are appropriate and do not consume excessive amounts of energy. We also ask our staff to switch off the air-conditioning when they leave the office to avoid wasting energy. In order to reduce the use of paper, we have adopted a number of paper-saving measures. On the one hand, we reduce the use of printing and try to use electronic documents for communication and exchanges; and finally, we focus on raising the awareness of energy saving among our employees. Through regular training and publicity, we popularise energy-saving knowledge and methods among our employees and encourage them to actively participate in energy-saving activities. We believe that only when employees fully understand the importance of energy saving and actively participate in it, can we truly achieve green production in our plant. In summary, the Changsha plant has taken a series of practical and effective measures to save energy, which not only reduces energy consumption and operating costs, but also contributes positively to the protection of the environment and the realisation of sustainable development. We will continue our efforts to promote the concept of green production to the people and contribute to building a better future.

鼓勵員工關閉不用的電腦和電器。這一措施有助於減少待機能耗，降低整體能耗水平。在控制室內空調溫度方面，我們執行26°C的標準，確保室內溫度適宜且不過度耗能。同時，我們也要求員工在離開辦公室時關閉空調，避免能源浪費。為了減少紙張的使用，我們採取了多項節紙措施。一方面，我們減少打印使用，儘量採用電子版文檔進行溝通和交流；最後，我們注重提高員工的節能意識。通過定期的培訓和宣傳，我們向員工普及節能知識和方法，鼓勵他們積極參與節能活動。我們相信，只有員工充分認識到節能的重要性並積極參與其中，才能真正實現工廠的綠色生產。綜上所述，長沙工廠在節能方面採取了一系列切實有效的措施，不僅降低了能源消耗和運營成本，也為保護環境、實現可持續發展做出了積極貢獻。我們將繼續努力，推動綠色生產理念深入人心，為構建美好未來貢獻力量。



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These seemingly small initiatives actually contain our deep understanding and firm commitment to environmental protection. We firmly believe that only when everyone starts from themselves and from the smallest daily things can we truly realise the harmonious coexistence of man and nature. Looking ahead, we will aim to improve the effective utilisation rate of our energy and water resources management, and will seek to maximise the environmental and economic benefits of energy and water resources while meeting our operational needs. We will continue to explore more efficient and environmentally friendly production methods and contribute to the realisation of sustainable development.

#### Response to Climate Change

According to the Global Risks Report published by the World Economic Forum, environmental risks remain a top risk in terms of probability and impact of risk in the next decade. Environmental risks are closely related to climate change. In order to cope with the severe challenges brought by climate change, developing a low-carbon economy has become a consensus of the international community. For enterprises, there are both risks and opportunities from climate change. How to incorporate the response to climate change into the business strategy and daily management activities of enterprises is related to whether enterprises can maintain and enhance their competitiveness and survive and develop for a long time in the fierce international market competition.

The Company's operations have no significant impact on the environment and natural resources during the Reporting Period and in the past. We have described our efforts in saving resources and reducing emissions in the preceding two sections.

這些看似微小的舉措，實則蘊含著我們對環保的深刻理解和堅定承諾。我們堅信，只有每個人都從自身做起，從日常小事做起，才能真正實現人與自然的和諧共生。展望未來，本公司在能源和水資源管理方面將以提高有效利用率為目標，在滿足經營需求的同時，力求實現能源和水資源的最大環境效益和經濟效益。我們將繼續探索更加高效、環保的生產方式，為實現可持續發展貢獻自己的一份力量。

#### 應對氣候變化

世界經濟論壇發佈的《全球風險報告》指出，從未來十年風險的發生概率和影響來看，環境風險仍是首要問題。環境風險與氣候變化緊密相關，為應對氣候變化帶來的嚴峻挑戰，發展低碳經濟已成為國際社會共識。對於企業而言，氣候變化所產生影響風險與機遇並存——如何將應對氣候變化納入企業經營戰略和日常管理活動，是關係到企業能否保持和增強自身競爭力、得以在激烈的國際市場競爭中長久生存發展的大計。

本公司於報告期內及既往的經營對環境及天然資源並無重大影響。我們已在前述兩個章節陳述了本公司對於節約資源、減少排放方面所做出的努力。



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The Company has taken effective measures to cope with the challenges brought by climate change, and seized the historical opportunity of developing a low-carbon economy, hoping to occupy the strategic commanding heights of future competition, so as to achieve our sustainable development. According to the assessment results of material issues and in light of our business characteristics, the Company pays attention to climate change issues although climate change has little impact on it. In the event of severe weather, the Company encourages employees to work from home to reduce the health and safety risks that may arise from commuting. We also track issues and learn such as rising sea levels and how to address climate change.

本公司採取有效措施應對氣候變化帶來的挑戰，並抓住發展低碳經濟這一歷史機遇，期望佔領未來競爭的戰略制高點，從而實現自身的可持續發展。根據重要性議題評估結果，結合我們業務特點，雖然氣候變化對我們影響較小，本公司依然關注應對氣候變化議題。在遇到惡劣天氣的情況時，本公司倡導員工居家辦公來降低員工因出行可能面臨的健康安全風險。我們亦持續追蹤了解海平面上升趨勢和如何應對氣候變化方面的問題。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### APPENDIX

### 附錄

#### The Stock Exchange's ESG Reporting Guide Content Index

#### 香港聯交所環境、社會及管治報告 指引內容索引

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
<b>Subject Areas A. Environmental</b> 主要範疇 A. 環境		
<b>Aspect A1: Emissions</b> 層面 A1：排放物		
A1 A1	<p>General Disclosure Information on:</p> <p>(a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste.</p> <p>一般披露 有關廢氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的：</p> <p>(a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。</p>	Emissions Management 排放物管理
A1.1	<p>The types of emissions and respective emissions data. 排放物種類及相關排放數據。</p>	explained 已解釋
A1.2	<p>Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and where appropriate, intensity (e.g. per unit of production, per facility). 直接（範圍1）及能源間接（範圍2）溫室氣體排放量（以噸計算）及（如適用）密度（如以每產量單位、每項設施計算）。</p>	Emissions Management 排放物管理
A1.3	<p>Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生有害廢棄物總量（以噸計算）及（如適用）密度（如以每產量單位、每項設施計算）。</p>	explained 已解釋

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生無害廢棄物總量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	explained 已解釋
A1.5	Description of emission target(s) set and steps taken to achieve them. 描述所訂立的排放量目標及為達到這些目標所採取的步驟。	Emissions Management 排放物管理
A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them. 描述處理有害及無害廢棄物的方法，及描述所訂立的減廢目標及為達到這些目標所採取的步驟。	Emissions Management 排放物管理
<b>Aspect A2: Use of Resources</b> 層面A2：資源使用		
A2	General Disclosure Policies on the efficient use of resources, including energy, water and other raw materials. 一般披露 有效使用資源(包括能源、水及其他原材料)的政策。	Use of Energy and Resources 能源及資源使用
A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility). 按類型劃分的直接及/或間接能源(如電、氣或油)總耗量(以千個千瓦時計算)及密度(如以每產量單位、每項設施計算)。	Use of Energy and Resources 能源及資源使用
A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility). 總耗水量及密度(如以每產量單位、每項設施計算)。	explained 已解釋
A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them. 描述所訂立的能源使用效益目標及為達到這些目標所採取的步驟。	Use of Energy and Resources 能源及資源使用



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
A2.4	Description of whether there is any issue insourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them. 描述求取適用水源上可有任何問題，以及所訂立的用水效益目標及為達到這些目標所採取的步驟。	Use of Energy and Resources 能源及資源使用
A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced. 製成品所用包裝材料的總量（以噸計算）及（如適用）每生產單位佔量。	explained 已解釋
<b>Aspect A3: The Environment and Natural Resources</b> 層面A3：環境及天然資源		
A3	General Disclosure Policies on minimising the issuer's significant impacts on the environment and natural resources. 一般披露 減低發行人對環境及天然資源造成重大影響的政策。	Response to Climate Change 應對氣候變化
A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them. 描述業務活動對環境及天然資源的重大影響及已採取管理有關影響的行動。	Response to Climate Change 應對氣候變化
<b>Aspect A4: Climate Change</b> 層面A4：氣候變化		
A4	General Disclosure Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer. 一般披露 識別及應對已經及可能會對發行人產生影響的重大氣候相關事宜的政策。	Response to Climate Change 應對氣候變化
A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them. 描述已經及可能會對發行人產生影響的重大氣候相關事宜，及應對行動。	Response to Climate Change 應對氣候變化

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
<b>Subject Areas B. Social</b> 主要範疇 B. 社會		
<b>Employment and Labour Practices</b> 僱傭及勞工常規		
<b>Aspect B1: Employment</b> 層面 B1：僱傭		
B1	<p>General Disclosure Information on:</p> <p>(a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare.</p> <p>一般披露 有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的：</p> <p>(a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>
B1.1	<p>Total workforce by gender, employment type (for example, full- or part-time), age group and geographical region. 按性別、僱傭類型（如全職或兼職）、年齡組別及地區劃分的僱員總數。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>
B1.2	<p>Employee turnover rate by gender, age group and geographical region. 按性別、年齡組別及地區劃分的僱員流失比率。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
<b>Aspect B2: Health and Safety</b> 層面B2：健康與安全		
B2	<p>General Disclosure</p> <p>Information on:</p> <p>(a) the policies; and</p> <p>(b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.</p> <p>一般披露</p> <p>有關提供安全工作環境及保障僱員避免職業性危害的：</p> <p>(a) 政策；及</p> <p>(b) 遵守對發行人有重大影響的相關法律及規例的資料。</p>	Employee Health and Safety 員工健康與安全
B2.1	<p>Number and rate of work-related deaths in each of the past three years (including the reporting year).</p> <p>過去三年(包括匯報年度)每年因工亡故的人數及比率。</p>	Employee Health and Safety 員工健康與安全
B2.2	<p>Number of working days lost due to work-related injuries.</p> <p>因工傷損失工作日數。</p>	Employee Health and Safety 員工健康與安全
B2.3	<p>Describe the occupational health and safety measures adopted and the related implementation and monitoring methods.</p> <p>描述所採納的職業健康與安全措施，以及相關執行及監察方法。</p>	Employee Health and Safety 員工健康與安全
<b>Level B3: Development and training</b> 層面B3：發展及培訓		
B3	<p>General disclosure</p> <p>Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities.</p> <p>一般披露</p> <p>有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。</p>	Employee Development and Training 員工發展與培訓
B3.1	<p>The percentage of employees trained by gender and employee category (e.g. senior management, middle management).</p> <p>按性別及僱員類別(如高級管理層、中級管理層等)劃分的受訓僱員百分比。</p>	Employee Development and Training 員工發展與培訓
B3.2	<p>The average training hours completed per employee by gender and employee category.</p> <p>按性別及僱員類別劃分，每名僱員完成受訓的平均時數。</p>	Employee Development and Training 員工發展與培訓



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
<b>Aspect B4: Labour Standards</b> 層面B4：勞工準則		
B4	<p>General Disclosure Information on:</p> <p>(a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour.</p> <p>一般披露 有關防止童工或強制勞工的：</p> <p>(a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>
B4.1	<p>Description of measures to review employment practices to avoid child and forced labour. 描述檢討招聘慣例的措施以避免童工及強制勞工。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>
B4.2	<p>Description of steps taken to eliminate such practices when discovered. 描述在發現違規情況時消除有關情況所採取的步驟。</p>	<p>Safeguarding the Rights and Interests of Employees 維護員工權益</p>
<b>Operating Practices</b> 營運慣例		
<b>Aspect B5: Supply Chain Management</b> 層面B5：供應鏈管理		
B5	<p>General Disclosure Policies on managing environmental and social risks of the supply chain. 一般披露 管理供應鏈的環境及社會風險政策。</p>	<p>Sustainable Supply Chains 可持續供應鏈</p>
B5.1	<p>Number of suppliers by geographical region. 按地區劃分的供貨商數目。</p>	<p>Sustainable Supply Chains 可持續供應鏈</p>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
B5.2	<p>Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, and how they are implemented and monitored.</p> <p>描述有關聘用供貨商的慣例，向其執行有關慣例的供貨商數目，以及有關慣例的執行及監察方法。</p>	Sustainable Supply Chains 可持續供應鏈
B5.3	<p>Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.</p> <p>描述有關識別供應鏈每個環節的環境及社會風險的慣例，以及相關執行及監察方法。</p>	Sustainable Supply Chains 可持續供應鏈
B5.4	<p>Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.</p> <p>描述在揀選供貨商時促使多用環保產品及服務的慣例，以及相關執行及監察方法。</p>	Sustainable Supply Chains 可持續供應鏈
<b>Aspect B6: Product Responsibility</b>		
<b>層面B6：產品責任</b>		
B6	<p>General Disclosure Information on:</p> <p>(a) the policies; and</p> <p>(b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.</p> <p>一般披露 有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的：</p> <p>(a) 政策；及</p> <p>(b) 遵守對發行人有重大影響的相關法律及規例的資料。</p>	Product Quality Assurance 產品質量保障
B6.1	<p>Percentage of total products sold or shipped subject to recall for safety and health reasons.</p> <p>已售或已運送產品總數中因安全與健康理由而須回收的百分比。</p>	Adverse Event Monitoring and Management 不良事件監測和管理

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
B6.2	Number of products and services related complaints received and how they are dealt with. 接獲關於產品及服務的投訴數目以及應對方法。	After-sales Service Support 售後服務支持
B6.3	Description of practices relating to observing and protecting intellectual property rights. 描述與維護及保障知識產權有關的慣例。	Intellectual Property Management 知識產權管理
B6.4	Description of quality assurance process and recall procedures. 描述質量檢定過程及產品回收程序。	Product Quality Assurance 產品質量保障
B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored. 描述消費者數據保障及私隱政策，以及相關執行及監察方法。	Information Security and Privacy Protection 信息安全與隱私保護
<b>Aspect B7: Anti-corruption</b> 層面B7：反貪污		
B7	General Disclosure Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering. 一般披露 有關防止賄賂、勒索、欺詐及洗黑錢的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	Integrity and Compliance Operation 誠信合規運營
B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the Reporting Period and the outcomes of the cases. 於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目及訴訟結果。	Integrity and Compliance Operation 誠信合規運營



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

ESG Reporting Guide 《環境、社會及管治報告指引》		Report contents 報告內容
B7.2	Description of preventive measures and whistleblowing procedures, and how they are implemented and monitored. 描述防範措施及舉報程序，以及相關執行及監察方法。	Integrity and Compliance Operation 誠信合規運營
B7.3	Description of anti-corruption training provided to directors and staff. 描述向董事及員工提供的反貪污培訓。	Integrity and Compliance Operation 誠信合規運營
<b>Community</b> 社區		
<b>Aspect B8: Community Investment</b> 層面B8：社區投資		
B8	General Disclosure Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests. 一般披露 有關以社區參與來了解營運所在社區需要和確保其業務活動會考慮社區利益的政策。	Giving back to Community 反饋社區民生
B8.1	Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport). 專注貢獻範疇(如教育、環境事宜、勞工需求、健康、文化、體育)。	Giving back to Community 反饋社區民生
B8.2	Resources contributed (e.g. money or time) to the focus area. 在專注範疇所動用資源(如金錢或時間)。	Giving back to Community 反饋社區民生

# REPORT OF THE DIRECTORS

## 董事會報告

The Board is pleased to present this Report of the Directors together with the consolidated financial statements of the Group for the year ended December 31, 2023.

董事會欣然呈報本董事會報告連同本集團截至2023年12月31日止年度的綜合財務報表。

### BOARD OF DIRECTORS

The Board currently comprises four executive Directors and three independent non-executive Directors.

### 董事會

董事會目前由四名執行董事及三名獨立非執行董事組成。

The Directors during the year ended December 31, 2023 and up to the date of this annual report were:

截至2023年12月31日止年度及直至本年報日期，董事為：

#### Executive Directors

Mr. ZHANG Dalei  
(Chairman and chief executive officer)  
Ms. WANG Lin (effective from March 30, 2023)  
Dr. HE Chao (effective from December 29, 2023)  
Mr. QIN Yong (effective from December 29, 2023)  
Mr. GAO Fei (ceased on January 13, 2023)  
Dr. CHEN Yuzhong (ceased on December 29, 2023)  
Mr. CHEN Hailong (ceased on December 29, 2023)

#### 執行董事

張大磊先生  
(主席兼首席執行官)  
王林女士(自2023年3月30日起生效)  
和超博士(自2023年12月29日起生效)  
秦勇先生(自2023年12月29日起生效)  
高斐先生(於2023年1月13日卸任)  
陳羽中博士(於2023年12月29日卸任)  
陳海龍先生(於2023年12月29日卸任)

#### Non-executive Directors

Ms. WANG Mi (ceased on January 13, 2023)  
Mr. CHEN Xin (ceased on December 29, 2023)  
Ms. ZHU Tingyao  
(effective from March 30, 2023 and  
ceased on July 27, 2023)

#### 非執行董事

王謐女士(於2023年1月13日卸任)  
陳欣先生(於2023年12月29日卸任)  
朱艇遙女士  
(自2023年3月30日起生效並於  
2023年7月27日卸任)

#### Independent Non-executive Directors

Mr. NG Kong Ping Albert  
Dr. WU Yangfeng  
Dr. HUANG Yanlin

#### 獨立非執行董事

吳港平先生  
武陽豐博士  
黃彥林博士

### GENERAL INFORMATION

The Company was incorporated in the PRC with limited liability on September 9, 2015 and converted into a joint stock company with limited liability on December 28, 2020. The Company's H Shares were listed on the Main Board of the Stock Exchange on November 5, 2021.

### 一般資料

本公司於2015年9月9日在中國註冊成立為有限責任公司並於2020年12月28日改制為股份有限公司。本公司的H股於2021年11月5日在聯交所主板上市。

## REPORT OF THE DIRECTORS

### 董事會報告

#### PRINCIPAL ACTIVITIES

We are focused on leveraging AI technology to provide comprehensive solutions for early detection, diagnosis and health risk assessment of chronic fundus and ophthalmic diseases, while also offering eye health management services such as myopia prevention and visual training. Our proprietary AI-empowered retina-based deep algorithm platform holds a leading position in the industry, making us one of the first to provide AI-empowered retina-based early detection, diagnosis and health risk assessment solutions in China. Our pipeline includes AI-based SaMDs, health risk assessment solutions and compatible AI hardware devices, designed to cater to medical institutions and consumer healthcare environments, based on which we developed an integrated solution that combines both software and hardware components. Additionally, we have launched AI-empowered treatment products targeting myopia, strabismus, and amblyopia in children and adolescents, achieving a one-stop solution that ranging from detection to assessment to treatment. This not only enables us to expand our commercial activities from detection to treatment, but also strengthens our channel management and synergistic effects, which broadens the market coverage of our products, extending beyond the clinical departments of hospitals to serve a wider range of primary healthcare institutions, consumer health environments, and eye health management settings.

There were no significant changes in the nature of the Company's principal activities during the Reporting Period.

#### BUSINESS REVIEW AND RESULTS

A review of the business of the Group during the Reporting Period is provided in the section headed "Business Review" under "Management Discussion and Analysis" of this annual report. An analysis of the Group's performance during the Reporting Period is provided in the section headed "Financial Review" under "Management Discussion and Analysis" of this annual report.

#### 主營業務

我們專注於運用人工智能技術為慢性眼底疾病和眼科疾病的早期檢測、診斷以及健康風險評估提供全方位的解決方案，同時也涵蓋近視預防和視力訓練等眼健康管理服務。我們自主研發的人工智能視網膜影像深度算法平台處於行業領先地位，並且是中國首批提供基於該技術的早期檢測、診斷和風險評估服務的公司之一。我們的產品管線包括為醫療機構和大健康領域提供的眼底診斷SaMD、健康風險評估系統以及相應的智能硬件設備，打造了集軟件和硬件於一體的解決方案。此外，我們還推出了針對兒童和青少年近視及斜弱視問題的人工智能治療產品，實現了從檢測、評估到治療的一站式解決方案。這不僅使我們能夠將商業活動從檢測擴展至治療，還增強了我們的渠道經營及協同效應，擴大了產品的市場覆蓋範圍，不限於醫院臨床科室，還能服務於更廣泛的基層醫療機構、大健康場景和眼健康管理場景。

報告期內本公司主營業務性質未發生重大變化。

#### 業務回顧及結果

本集團報告期內的業務回顧載於本年報「管理層討論與分析」下的「業務回顧」一節。本集團報告期內的業績分析載於本年報「管理層討論與分析」下的「財務回顧」一節。



## REPORT OF THE DIRECTORS 董事會報告

The results of the Group for the Reporting Period are set out in the consolidated financial statements on pages 227 to 236 of this annual report.

本集團報告期內的業績載於本年報第227至236頁的綜合財務報表。

### DIVIDENDS

The Board did not recommend the distribution of a final dividend for the year ended December 31, 2023 (2022: nil).

### 股息

董事會不建議派發截至2023年12月31日止年度的末期股息(2022年：無)。

### EVENTS AFTER THE REPORTING PERIOD

On 5 January 2024, the Company paid in the capital contribution of RMB35,000,000 according to a partnership agreement signed in November 2023. The entering into the partnership agreement and the capital contribution did not constitute a disclosable transaction under Chapter 14 of the Listing Rules as all the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the transaction contemplated thereunder were less than 5% as of the date of the partnership agreement.

### 報告期後事項

於2024年1月5日，本公司根據於2023年11月簽署的合夥協議實繳出資人民幣35,000,000元。由於根據上市規則第14.07條，截至合夥協議日期，有關其項下擬進行交易的所有適用百分比率均低於5%，故根據上市規則第14章，訂立合夥協議及出資並不構成須予披露交易。

Save as disclosed herein, there are no important events affecting the Group occurred after the Reporting Period and up to the date of this annual report.

除本報告所披露者外，自報告期結束及直至本年報日期，概無發生影響本集團的重大事件。

### PRINCIPAL RISKS AND UNCERTAINTIES FACING THE GROUP

The following are parts of the key risks and uncertainties identified by the Group:

### 本集團面臨的主要風險和不確定性

以下是本集團識別出的部分主要風險和不確定性：

#### Risks relating to commercialization, sales and distribution of our products

- We may not be able to achieve the anticipated revenue of our AI-based early detection, diagnosis and health risk assessment solutions.
- Our financial prospects depend substantially on the success of our product portfolio.

#### 與商業化、銷售及分銷我們產品有關的風險

- 我們可能無法實現人工智能早期檢測、診斷及健康風險評估解決方案的預期收入。
- 我們的財務前景在很大程度上取決於我們產品組合的成功。

## REPORT OF THE DIRECTORS

### 董事會報告

- Our portfolio may not be able to achieve market recognition and acceptance for commercial success.
- We face substantial competition from other AI-based retinal imaging companies and potential competitors.
- The market opportunities for our products may be uncertain, which could render some products ultimately unprofitable even if commercialized, and we may not be able to fully capture the target populations of our products.
- We have relatively limited experience in marketing and sales of our Core Product.
- We rely on a limited number of major customers and there can be no assurance that these major customers will continue their purchases.
- The market opportunities for our AI-empowered retina-based early detection, diagnosis and health risk assessment solutions may be uncertain, which could render some products ultimately unprofitable even if commercialized, and we may not be able to fully capture the target populations of our products.
- Fluctuations, in particular, downward changes in pricing of our products may have a material adverse effect on our business and results of operation.
- Our delivery, exchange, return and warranty policies may adversely affect our results of operations.
- Our performance is subject to seasonal fluctuations.
- 我們的產品組合可能無法獲得市場認可及商業成功。
- 我們面臨來自其他人工智能視網膜影像公司及潛在競爭對手的激烈競爭。
- 我們產品的市場機會可能並不確定，這可能導致某些產品即使實現商業化也最終無法盈利，且我們可能無法完全獲取我們產品的目標人群。
- 我們在核心產品營銷及銷售方面的經驗相對有限。
- 我們依賴於數量有限的主要客戶，且無法保證該等主要客戶將繼續向我們採購。
- 我們人工智能視網膜影像識別的早期檢測、診斷及健康風險評估解決方案的市場機會可能並不確定，這可能導致某些產品即使實現商業化也最終無法盈利，且我們可能無法完全獲取我們產品的目標人群。
- 價格波動(尤其是我們的產品定價下調)可能會對我們的業務及經營業績產生重大不利影響。
- 我們的配送、退換貨及保修政策可能會對我們的經營業績產生不利影響。
- 我們的表現受季節性波動影響。

## REPORT OF THE DIRECTORS 董事會報告

### Risks relating to our financial position and prospects

- We have incurred significant net losses since our inception, and may continue to incur net losses for the foreseeable future.
- We had net cash outflow from operating activities and may need to seek additional financing for our future operation.
- We may experience net current liabilities or net liabilities in the future, which could expose us to liquidity risks.
- The discontinuation of any of the preferential tax treatments currently available to us could reduce our profitability.
- If we experience delays in collecting payments from our customers, our cash flows and operations could be adversely affected.
- We are exposed to risks in connection with the wealth management products we purchased.
- We are subject to risks relating to investments in debt instruments and adverse development in the market interest rate, market liquidity, market sentiments or other market and economic conditions may materially and adversely affect our profitability and liquidity.
- We may not be able to fulfill our obligations in respect of contract liabilities, which may have a material and adverse impact on our business, reputation and liquidity position.
- Share-based payment may cause shareholding dilution to our existing Shareholders and have a material and adverse effect on our financial performance.

### 與我們的財務狀況及前景有關的風險

- 我們自成立以來已產生重大淨虧損，且在可預見的未來可能繼續產生淨虧損。
- 我們錄得經營活動現金淨流出且可能需要尋求額外融資為未來運營提供資金。
- 我們未來可能會錄得流動負債淨額或負債淨額，這可能使我們面臨流動資金風險。
- 我們目前享受的任何稅收優惠待遇終止均可能會削弱我們的盈利能力。
- 倘若我們在向客戶收款方面出現延誤，我們的現金流量及運營可能會受到不利影響。
- 我們可能面臨與我們購買的理財產品有關的風險。
- 我們面臨與債務工具投資相關的風險，且市場利率、市場流動性、市場情緒或其他市場及經濟狀況的負面發展可能對我們的盈利能力及流動資金造成重大不利影響。
- 我們可能無法履行我們的合約負債義務，這可能對我們的業務、聲譽及流動資金狀況產生重大不利影響。
- 股份支付可能會導致我們現有股東的股權稀釋，並對我們的財務表現產生重大不利影響。



## REPORT OF THE DIRECTORS 董事會報告

### Risks relating to extensive government regulations

- Our business is subject to a variety of laws, rules, policies and other obligations regarding data protection. Any losses or unauthorized access to or releases of confidential information and data could subject us to significant reputational, financial, legal and operational consequences.
- Any adverse change in the regulatory regime in general may limit our ability to provide products and lead any lack of requisite licenses or certificates applicable to our business.
- If we fail to obtain and maintain the requisite licenses and approvals required under the complex regulatory environment applicable to our businesses in China, or if we are required to take compliance actions that are time-consuming or costly, we will not be able to commercialize our products and our business, financial condition and results of operations may be materially and adversely affected.
- Our products and any future products will be subject to ongoing regulatory obligations and continued regulatory review, which may result in significant additional expense and we may be subject to penalties if we fail to comply with regulatory requirements or experience unanticipated problems with our products and/or product candidates.

### 與政府廣泛監管有關的風險

- 我們的業務受制於與數據保護有關的多種法律、規則、政策及其他義務。任何機密信息及數據的丟失或未經授權訪問或發佈均可能令我們面臨重大的聲譽、財務、法律及經營後果。
- 整體監管體系的任何不利變動均可能限制我們提供產品的能力，以及可能導致缺乏適用於我們業務的必要執照或證書。
- 倘我們未能取得並維持中國複雜監管環境下適用於我們業務的必要執照及許可，或倘我們被要求採取耗時或成本高昂的合規行動，我們將無法商業化我們的產品且我們的業務、財務狀況及經營業績或會受到重大不利影響。
- 我們的產品及日後的任何產品須持續履行監管義務及持續接受監管審查，這可能會導致重大額外開支，倘我們未遵守監管規定或我們的產品及／或候選產品出現意外問題，我們可能會受到處罰。

## REPORT OF THE DIRECTORS 董事會報告

### Risks relating to the R&D of our products

- We invest substantial resources in R&D in order to develop our products and enhance our technologies, which we may not be able to do successfully.
- Our self-developed algorithms and methodologies are complex and may contain errors, may not operate properly or may not be superior to our competitors, which could adversely affect our business, financial condition and results of operation.
- If we cannot maintain relationships with our R&D partners, or cannot establish or seek more collaborations and strategic alliances in the future, we may not be able to conduct R&D activities in a timely manner, or at all.
- If we encounter difficulties enrolling patients in our clinical trials, our clinical development activities could be delayed or otherwise adversely affected.
- We may not be able to successfully complete product registration testing or clinical trials in a timely manner and at acceptable costs, or at all.
- Potential issues in the adoption of AI technologies in our solutions and hardware devices may result in reputational harm or liability.
- We rely on internal and external medical experts to label data for retinal image analysis, so that we can effectively train our algorithms. Any suspension or termination of such partnership may adversely affect the effectiveness of the development of our algorithms.

### 與研發我們的產品有關的風險

- 我們投入大量資源進行研發，以開發我們的產品並提升我們的技術，但我們可能無法取得成功。
- 我們自主研發的算法及方法複雜，可能存在錯誤、無法正常運行或可能遜色於我們的競爭對手，這可能會對我們的業務、財務狀況及經營業績造成不利影響。
- 如果我們無法維持與我們研發合作夥伴的關係，或無法在未來建立或尋求更多合作及戰略聯盟，我們可能無法及時或根本無法開展研發活動。
- 倘我們在招募臨床試驗患者時遇到困難，我們的臨床開發活動可能會延遲或受到不利影響。
- 我們可能無法及時以可接受的成本成功完成產品註冊檢驗或臨床試驗，或者我們根本無法完成。
- 在我們的解決方案和硬件設備中採用人工智能技術的潛在問題可能會導致聲譽受損或法律責任。
- 我們依靠內部及外部醫學專家標記視網膜影像分析數據，從而有效地訓練我們的算法。此類合作關係的任何中止或終止均可能對我們算法開發的有效性產生不利影響。

## REPORT OF THE DIRECTORS

### 董事會報告

#### Risks relating to our operation

- Our future success depends on our ability to retain our executives, key personnel in our R&D team, marketing team and to attract, retain and motivate qualified personnel.
- We face risks related to natural disasters, health epidemics, civil and social disruption and other outbreaks, which could significantly disrupt our operations.
- Security breaches, loss of data, and other disruptions could compromise sensitive information related to our business or prevent us from accessing critical information and expose us to liability, which could adversely affect our business and our reputation.
- Our insurance may not sufficiently cover, or may not cover at all, losses and liabilities we may encounter during the ordinary course of operation.
- We rely on third-party OEM service providers and raw materials suppliers for the manufacturing of our hardware devices. If these suppliers can no longer provide satisfactory services or products to us on commercially reasonable terms, or at all, our business and results of operations could be adversely affected.
- We rely on a limited number of suppliers for procurement of fundus cameras and our raw materials. A significant interruption in the operations of our suppliers could potentially affect our operations and any material misconduct or disputes against our suppliers could potentially harm our business and reputation.

#### 與我們運營有關的風險

- 我們的未來成功依賴於我們挽留高管、研發團隊和營銷團隊的主要人員以及吸引、挽留及激勵合資格人員的能力。
- 我們面臨與自然災害、流行病、內亂及社會動亂以及其他爆發有關的風險，可能造成我們運營嚴重中斷。
- 安全漏洞、數據丟失和其他破壞可能危及與我們業務相關的敏感信息，或阻止我們獲取關鍵信息並使我們承擔責任，這可能對我們的業務和聲譽造成不利影響。
- 我們的保險可能不足以彌補我們在正常運營過程中可能遇到的損失和負債，或可能根本無法彌補。
- 我們依賴第三方原設備製造商服務供應商及原材料供應商進行硬件設備生產。如該等供應商不再以或完全不以商業上合理的條款向我們提供令人滿意的服務或產品，我們的業務和經營業績可能受到不利影響。
- 我們依賴少數供應商供應我們採購的眼底相機及原材料。我們供應商運營中的重大中斷可能會影響我們的運營，且任何針對我們供應商的重大不當行為或糾紛均可能會損害我們的業務及聲譽。



## REPORT OF THE DIRECTORS 董事會報告

- If we become a party to litigations, legal or contractual disputes, governmental investigations or administrative proceedings, our management's attention may be diverted and we may incur substantial costs and liabilities.
- Potential acquisition and investment opportunities may increase our capital requirements and subject us to risks and uncertainties.
- If we fail to implement our business strategies effectively, our business, financial condition and results of operations may suffer.
- We could be subject to criminal sanctions or civil and administrative penalties if we violate any applicable anti-kickback laws, false claims laws, physician payment transparency laws, fraud and abuse laws or similar healthcare and security laws and regulations in China and other jurisdictions.
- If our employees, third-party suppliers, consultants and commercial partners engage in bribery or corrupt practices or other improper activities, including non-compliance with regulatory standards and requirements, our reputation, our sales activities or the price of our Shares could be adversely affected.
- If we fail to maintain or implement an effective internal control system, we may not be able to manage our business effectively and may experience errors or information lapses affecting our business.
- Our business significantly depends on our reputation and customer perception of us. Negative publicity and allegations involving us, our Shareholders, Directors, officers, employees and business partners may affect our reputation and, as a result, our business, financial condition and results of operations may be negatively affected.
- 倘我們受到訴訟、法律或合約糾紛、政府調查或行政訴訟，則可能會分散管理層的注意力，且我們可能會產生大量成本及負債。
- 潛在的收購和投資機會可能會增加我們的資金要求，並使我們面臨風險和不確定性。
- 如果我們未能有效實施業務策略，則我們的業務、財務狀況和經營業績可能會受到影響。
- 如果我們違反任何適用的反回扣法、虛假申報法、醫生薪酬透明法、欺詐和濫用法律或中國及其他司法管轄區的類似醫療健康和安安全法律法規，我們可能會受到刑事制裁或民事和行政處罰。
- 倘我們的僱員、第三方供應商、顧問和商業合作夥伴從事於賄賂或腐敗行為或其他不當行為(包括不遵守監管標準和要求)，則我們的聲譽、銷售活動或股價可能會受到不利影響。
- 倘我們無法維持或實施有效的內部控制系統，則我們可能無法有效地管理我們的業務，並可能遭遇影響我們業務的錯誤或信息失效。
- 我們的業務在很大程度上取決於我們的聲譽和客戶對我們的看法。涉及我們、股東、董事、高級職員、僱員及業務合作夥伴的負面宣傳及指控可能會影響我們的聲譽，我們的業務、財務狀況及經營業績可能會因此受到負面影響。

## REPORT OF THE DIRECTORS

### 董事會報告

- Our leasehold interests in leased properties have not been registered with the relevant PRC governmental authorities as required by relevant PRC laws. The failure to register leasehold interests may expose us to potential fines.

#### Risks relating to intellectual property rights

- We may be unable to obtain and maintain effective patent and other intellectual property rights for our products and pipeline products, and the scope of such intellectual property rights obtained may not be sufficiently broad.
- Our patent rights relating to our products and technologies may be found to be invalid or unenforceable if challenged in court or before the National Intellectual Property Administration of the PRC or courts or related IP agencies in other jurisdictions.
- Patent protection depends on compliance with various procedural, regulatory and other requirements, and our patent protection could be reduced or eliminated due to non-compliance.
- Intellectual property rights do not necessarily protect us from all potential threats to our competitive advantage.
- Intellectual property and other laws and regulations are subject to change, which could diminish the value of our intellectual property and impair the intellectual property protection of our products.
- If we are unable to protect the confidentiality of our trade secrets, including unpatented know-how, technology and other proprietary information, our business and competitive position would be harmed.

- 我們於租賃物業中的租賃權益尚未按照中國相關法律的要求向中國有關政府部門登記。未能登記租賃權益可能讓我們面臨潛在的罰款。

#### 與知識產權有關的風險

- 我們可能無法獲得並維持我們產品和在研產品的有效專利權和其他知識產權，且相關已取得知識產權的範圍可能不夠廣泛。
- 倘在法院受質疑或受中國國家知識產權局或其他司法管轄區的法院或相關知識產權當局質疑，則我們有關產品及技術的專利權可能被認定屬無效或不可執行。
- 專利保護取決於是否遵守各種程序、法規及其他要求，且不符合該等要求可能導致我們的專利保護減少或取消。
- 知識產權未必能夠幫助我們防範所有對我們競爭優勢構成的潛在威脅。
- 知識產權和其他法律法規可能會改變，這可能會降低我們知識產權的價值且損害對我們產品的知識產權保護。
- 如我們無法保護我們商業秘密（包括並無專利的專業知識、技術和其他獨有信息）的機密性，我們的業務及競爭地位將受到損害。

## REPORT OF THE DIRECTORS 董事會報告

- We may be subject to intellectual property infringement or misappropriation claims by third parties, which may force us to incur substantial legal expenses and, if determined adversely against us, could disrupt our business.
- Intellectual property litigation may lead to unfavorable publicity that harms our reputation and causes the market price of our common stock to decline.
- If our trademarks and trade names are not adequately protected, then we may not be able to build name recognition in our markets of interest and our business may be adversely affected.
- 我們可能面臨第三方提起的知識產權侵權或盜用索償，從而可能導致我們產生巨額法律開支，而倘判決對我們不利，則可能會中斷我們的業務。
- 知識產權訴訟可能導致不利的宣傳，而損害我們的聲譽並導致我們的普通股市價下跌。
- 倘我們的商標及商品名稱未得到充分保護，我們可能無法在我們的意向市場建立知名度，我們的業務亦可能受到不利影響。

### Risks relating to doing business in China

- China's economic, political and social conditions, government policies may continue to affect our business.
- Gains on the sale of H Shares and dividends on the H Shares may be subject to PRC income taxes.
- Government control of currency conversion could have a material adverse effect on our business, results of operations, financial condition and prospects.
- Fluctuation in the value of the RMB may result in foreign currency exchange losses.
- We may experience difficulties in effecting service of legal process and enforcing judgments or bringing original actions in China or Hong Kong based on foreign laws against us and our Directors and management.

### 與在中國經營業務有關的風險

- 中國的經濟、政治、社會狀況及政府政策可能繼續對我們的業務產生影響。
- 出售H股的收益及H股的股息可能須繳納中國所得稅。
- 政府對貨幣兌換的管治可能對我們的業務、經營業績、財務狀況和前景產生重大不利影響。
- 人民幣幣值的波動可能會造成外匯損失。
- 我們於根據海外法律在中國或香港送達法律程序文件及執行針對我們、董事及管理層的判決或提起原訴訟方面可能遇到困難。



## REPORT OF THE DIRECTORS

### 董事會報告

- Our operations are subject to and may be affected by changes in PRC tax laws and regulations.

However, the above is not an exhaustive list. Investors are advised to make their own judgment or consult their own investment advisors before making any investment in the Shares.

### DIRECTORS' AND SUPERVISORS' BIOGRAPHICAL DETAILS

Details of Directors and Supervisors are set out in “Profiles of Directors, Supervisors and Senior Management” of this annual report. Save as disclosed in that section, up to the date of this annual report, there were no changes to information which are required to be disclosed by Directors and Supervisors pursuant to paragraphs (a) to (e) and (g) of Rule 13.51(2) of the Listing Rules.

### DIRECTORS' AND SUPERVISORS' SERVICE CONTRACTS

Details of Directors' and Supervisors' service contracts are set out in “Appointment, Re-election and Removal of Directors and Supervisors” section of the Corporate Governance Report.

### DIRECTORS' AND SUPERVISORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

None of the Directors, Supervisors or any of their respective associates was granted by the Company or its subsidiaries any right to acquire shares in, or debentures of, the Company or its subsidiary, or had exercised any such right during the Reporting Period.

- 我們的營運須遵守中國稅務法律法規，並可能受其變更影響。

然而，以上所列並非全部。投資者於投資股份前，務請作出本身的判斷或諮詢彼等的投資顧問。

### 董事及監事履歷

董事及監事詳情載於本年報「董事、監事及高級管理層履歷」。除該節所披露者外，截至本年報日期，根據上市規則第13.51(2)條第(a)至(e)及(g)段須由董事及監事披露的資料並無變動。

### 董事及監事服務合約

董事及監事服務合約詳情載於企業管治報告「委任、重選及罷免董事及監事」一節。

### 董事、監事購買股份或債權證之權利

於報告期內，本公司或其附屬公司均未授予董事、監事或任何彼等各自的聯繫人購買本公司或其附屬公司股份或債權證的權利，或行使該等權利。

## REPORT OF THE DIRECTORS 董事會報告

### COMPETING INTERESTS AND OTHER INTERESTS

None of the Directors or the Supervisors or any entity connected with them had any material interest, either directly or indirectly, in any contract, transaction or arrangement of significance to the Company's business to which the Company, any of its holding companies, any of its subsidiaries, fellow subsidiaries was a party subsisted at the end of the year or at any time during the Reporting Period.

During the Reporting Period, none of the Directors and their respective associates had an interest in a business which causes or may cause any significant competition with the business of the Company and any other conflicts of interest which any such person has or may have with the Company.

During the Reporting Period, our non-executive Directors served on the boards of both private and public companies within the broader healthcare and biopharmaceutical industries. However, as these non-executive Directors are neither a member of our single largest group of Shareholders nor members of our executive management team, we do not believe that their interests in such companies as directors would render us incapable of carrying on our business independently from the other companies in which they may hold directorships from time to time. As of the date of this annual report, our non-executive Directors have resigned as Directors.

### INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received a confirmation of independence pursuant to Rule 3.13 of the Listing Rules from each of the independent non-executive Directors and considers such Directors to be independent in accordance with Rule 3.13 of the Listing Rules.

### 競爭權益和其他權益

於年終或報告期內任何時間，概無董事或監事或與彼等有關聯的任何單位於本公司、其任何控股公司、其任何附屬公司、同系附屬公司所訂立與本公司業務有重大關係的任何合約、交易或安排當中，擁有任何直接或間接的重大權益。

於報告期內，概無董事及彼等各自聯繫人於導致或可能導致與本公司業務發生重大競爭以及任何該等人士與本公司存在或可能存在的任何其他利益衝突的業務中擁有權益。

於報告期內，我們的非執行董事在更廣泛的醫療保健和生物製藥行業的私人及公眾公司擔任董事。然而，由於該等非執行董事既不是單一最大股東集團的成員，也不是我們執行管理團隊的成員，我們認為彼等在該等公司擔任董事的權益不會導致我們無法獨立於彼等可不時擔任董事職務的其他公司開展業務。截至本年報日期，我們的非執行董事已辭任董事職務。

### 獨立非執行董事的獨立性

本公司已收到每位獨立非執行董事根據上市規則第3.13條發出的獨立性確認書，並根據上市規則第3.13條認為該等董事均為獨立人士。

## REPORT OF THE DIRECTORS 董事會報告

### MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Reporting Period.

### REMUNERATION OF DIRECTORS AND FIVE INDIVIDUALS WITH HIGHEST EMOLUMENTS

Details of the emoluments of the Directors and the five highest paid individuals are set out in Notes 8 and 9 to the consolidated financial statements.

None of the Directors or Supervisors waived or agreed to waive any remuneration and there were no emoluments paid by the Group to any of the Directors or Supervisors or five highest paid individuals as an inducement to join, or upon joining the Group, or as compensation for loss of office.

For the year ended December 31, 2023, Directors or Supervisors were granted discretionary bonuses of a total sum of RMB446,000. Save as disclosed above, none of the Directors or Supervisors was paid discretionary bonuses for the year ended December 31, 2023.

### CORPORATE GOVERNANCE

The Company is committed to maintaining high standard of corporate governance to safeguard the interests of the Shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

### 管理合約

本公司於報告期內並無訂立或存在牽涉本公司整體業務或任何重大業務部分的管理及行政合約。

### 董事及五位最高薪酬人士的薪酬

董事及五位最高薪酬人士的酬金詳情載於綜合財務報表附註8及9。

概無任何董事或監事放棄或同意放棄任何酬金，且本集團亦概無向任何董事或監事或五位最高薪酬人士支付酬金作為加入本集團或加入後之獎勵或失去職位之補償。

截至2023年12月31日止年度，董事或監事獲派發總額為人民幣446千元的酌情花紅。除上文所披露者外，於截至2023年12月31日止年度，概無董事或監事獲發放酌情花紅。

### 企業管治

本公司致力維持高水準的企業管治，以維護股東利益、提升企業價值、制定業務策略及政策，並提高透明度及問責性。



## REPORT OF THE DIRECTORS 董事會報告

The Company has adopted the code provisions of Part 2 of the Corporate Governance Code as its own code of corporate governance. The Board is of the view that the Company has complied with all applicable code provisions of the Corporate Governance Code for the Reporting Period, except for the following:

Under the code provision C.2.1 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Under the current organization structure of the Company, Mr. Zhang is the chairman of the Board, chief executive officer and founder of the Company. With extensive experience in the medical devices industry and having served in the Company since its establishment, Mr. Zhang is in charge of overall management, business and strategic development of the Group. The Board considers that vesting the roles of the chairman of the Board and the chief executive officer in the same person is beneficial to the business operations and management of the Group. The balance of power and authority is ensured by the operation of the Board, which comprises experienced and diverse individuals. The Board currently comprises four executive Directors (including Mr. Zhang), and three independent non-executive Directors, and therefore has a strong independent element in its composition.

The Board will continue to review and monitor the practices of the Company with an aim of maintaining a high standard of corporate governance and assess whether separation of the roles of chairman of the Board and chief executive officer is necessary.

The corporate governance report is set out on pages 53 to 82 of this annual report.

本公司已採納企業管治守則第二部的守則條文作為其自身的企業管治守則。董事會認為，本公司於報告期內已遵守企業管治守則內所有適用守則條文，惟以下情況除外：

根據企業管治守則的守則條文第C.2.1條，主席與首席執行官的角色應分開，不應由同一人擔任。在本公司現有組織架構下，張先生為本公司董事會主席、首席執行官兼創始人。張先生擁有豐富的醫療器械行業經驗，自本公司成立以來一直任職於本公司，負責本集團的整體管理、業務及戰略發展。董事會認為，由同一人兼任董事會主席及首席執行官職務有利於本集團的業務營運及管理。董事會之運作確保權力及授權達到平衡，董事會由經驗豐富且多元化的人士組成。董事會目前由四名執行董事（包括張先生）及三名獨立非執行董事組成，因此其組成具備明顯的獨立性。

董事會將繼續檢討及監督本公司的運作，以維持高水平的企業管治，並評估董事會主席與首席執行官的角色是否需要有所區分。

企業管治報告載於本年報第53至82頁。

## REPORT OF THE DIRECTORS 董事會報告

### ENVIRONMENTAL POLICIES AND PERFORMANCE

It is our corporate and social responsibility in promoting a sustainable and environmental-friendly environment. We strive to minimize our environmental impact and to build our corporation in a sustainable way.

We are subject to environmental protection and occupational health and safety laws and regulations in China. In 2023, we complied with the relevant environmental and occupational health and safety laws and regulations in China and we did not have any incidents or complaints, which had a material and adverse effect on our business, financial condition or results of operations.

The 2023 Environmental, Social and Governance Report of the Company prepared in accordance with Appendix C2 of the Listing Rules is set out on pages 83 to 170 of this annual report.

### COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as its own code of conduct regarding dealings in the securities of the Company by the Directors, Supervisors and the Company's senior management who, because of his/her office or employment, is likely to possess inside information in relation to the Company's securities. Having made specific enquiry of all Directors and Supervisors, all of them have confirmed that they have complied with the Model Code during the Reporting Period and up to the date of this annual report. No incident of non-compliance of the Model Code by the employees who are likely to be in possession of inside information of the Company was noted by the Company.

### 環境政策及表現

促進可持續和環保的環境是我們的企業和社會責任。我們努力降低對環境的影響，並以可持續的方式建立我們的公司。

我們須遵守中國的環境保護及職業健康與安全法律法規。2023年，我們遵守中國的相關環境及職業健康與安全法律法規，且我們並無遭遇任何對我們業務、財務狀況或經營業績造成重大不利影響的事件或投訴。

本公司根據上市規則附錄C2編製的2023年環境、社會及管治報告載於本年報第83至170頁。

### 遵守標準守則

本公司已採納標準守則作為其董事、監事及本公司高級管理層在因其職位或僱傭關係而可能擁有有關本公司證券的內幕消息的情況下買賣本公司證券的行為守則。經向全體董事及監事作出具體查詢後，各位董事及監事均確認彼等於報告期及直至本年報日期已遵守標準守則。本公司並無發現可能掌握本公司內幕消息的僱員存在不遵守標準守則的情況。

## REPORT OF THE DIRECTORS 董事會報告

### COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

The Group's operations are carried out in the PRC, while its Shares are listed on the Stock Exchange. The businesses operated by the Group are subject to the laws of relevant jurisdiction in the PRC and Hong Kong. During the Reporting Period and up to the date of this annual report, as far as the Board and management are aware, the Group has complied with relevant laws and regulations that have a significant impact on the business and operation of the Group in the applicable jurisdictions.

During the Reporting Period and up to the date of the annual report, neither the Group nor, to the best of our knowledge, the Directors, Supervisors and senior management of the Company were subject to any investigation initiated or administrative penalties imposed by the CSRC, banned from entering the market, identified as inappropriate candidates, publicly condemned by stock exchanges, subject to mandatory measures, transferred to judicial organs or held criminally responsible, and none were involved in any other litigation, arbitration or administrative proceedings which would have a material adverse impact on our business, financial condition or results of operations.

### DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATIONS

As of December 31, 2023, the interests and short positions of the Directors, Supervisors or chief executives of the Company and their associates in any of the Shares, underlying Shares and debentures of our Company or its associated corporation (within the meaning of Part XV of the SFO), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, to be

### 遵守相關法律及規例

本集團於中國開展業務營運，同時股份於聯交所上市。本集團經營的業務須遵守中國及香港相關司法管轄區法律。於報告期及直至本年報日期，就董事會及管理層所知，本集團已遵守對本集團於適用司法管轄區業務及營運有重大影響的相關法律法規。

於報告期及直至本年報日期，就我們所深知，概無本集團及董事、監事、本公司高級管理層受到中國證監會立案調查或行政處罰、被禁止上市、被認定為被證券交易所公開譴責、採取強制措施、移送司法機關或追究刑事責任的不適當人選，並無涉及其他對我們業務、財務狀況或經營業績產生重大不利影響的訴訟、仲裁或行政程序。

### 董事、監事和最高行政人員於本公司或其任何關聯法團的股份、相關股份及債權證中的權益及淡倉

截至2023年12月31日，董事、監事或本公司最高行政人員及彼等聯繫人於本公司或其相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份及債權證中，擁有根據證券及期貨條例第352條記錄於本公司須備存的登記冊內之權益及淡倉，或根據證券及期貨條例第352條須



## REPORT OF THE DIRECTORS

### 董事會報告

recorded in the register referred to therein, or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

登記於其所述之登記冊內之權益及淡倉，或根據標準守則須知會本公司及聯交所之權益及淡倉如下：

#### Interests in Shares or underlying Shares of the Company

#### 於本公司股份或相關股份的權益

Name of Director	Position	Nature of interest	Category of Shares	Number of Shares	Approximate percentage of the relevant category of Shares <sup>(1)</sup>	Approximate percentage of interest in our Company
董事姓名	職務	權益性質	股份類別	股份數目	概約百分比 <sup>(1)</sup>	於本公司的權益概約百分比
Mr. Zhang	Executive Director and chief executive officer	Beneficial owner	H Shares	5,174,656 (L)	9.69%	5.00%
張先生	執行董事兼首席執行官	實益擁有人	H股			
		Beneficial owner	Unlisted Shares	12,074,198 (L)	24.08%	11.66%
		實益擁有人	未上市股份			
		Beneficial owner <sup>(2)</sup>	H Shares	3,107,040 (L)	5.82%	3.00%
		實益擁有人 <sup>(2)</sup>	H股			
		Interest in a controlled corporation <sup>(3)</sup>	H Shares	2,523,845 (L)	4.72%	2.44%
		受控法團權益 <sup>(3)</sup>	H股			
		Interest in a controlled corporation <sup>(3)</sup>	Unlisted Shares	2,335,363 (L)	4.66%	2.25%
		受控法團權益 <sup>(3)</sup>	未上市股份			
		Interest of a party to an agreement <sup>(4)</sup>	H Shares	1,087,459 (L)	2.04%	1.05%
		協議訂約方權益 <sup>(4)</sup>	H股			
		Interest of a party to an agreement <sup>(4)</sup>	Unlisted Shares	1,398,058 (L)	2.79%	1.35%
		協議訂約方權益 <sup>(4)</sup>	未上市股份			

## REPORT OF THE DIRECTORS 董事會報告

### Notes:

- (1) The percentage is calculated based on the number of relevant class of Shares in issue as of December 31, 2023.
- (2) As of December 31, 2023, 3,107,040 H Shares underlying the 3,107,040 Incentive Shares were granted to Mr. Zhang under the 2022 Equity Incentive Scheme.
- (3) As of December 31, 2023, Mr. Zhang was the general partner of Airdoc Universe. Therefore, Mr. Zhang was deemed to be interested in the Shares held by Airdoc Universe under the SFO.
- (4) As of December 31, 2023, pursuant to the Concert Party Agreement, Mr. Zhang agreed to act in concert with Mr. Gao and Mr. Chen by aligning their votes at Shareholders' meetings of the Company. Therefore, Mr. Zhang was deemed to be interested in the Shares held by Mr. Gao and Mr. Chen under the SFO.
- (5) (L) – Long position.

Save as disclosed above, as of December 31, 2023, to the best knowledge of the Company, none of the Directors, Supervisors or chief executives of the Company or their associates had or was deemed to have any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations as recorded in the register required to be kept, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein, or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

### 附註：

- (1) 該百分比是根據截至2023年12月31日已發行的相關類別股份數目計算。
- (2) 截至2023年12月31日，根據2022年股權激勵計劃向張先生授予3,107,040股激勵股份相關的3,107,040股H股。
- (3) 截至2023年12月31日，張先生是鬱金香宇宙的普通合夥人。因此，根據證券及期貨條例，張先生被視為於鬱金香宇宙持有的股份中擁有權益。
- (4) 截至2023年12月31日，根據一致行動人士協議，張先生、高先生及陳先生同意在本公司股東大會上通過調整其投票來實現一致行動。因此，根據證券及期貨條例，張先生被視為於高先生及陳先生持有的股份中擁有權益。
- (5) (L) – 好倉。

除上文所披露者外，截至2023年12月31日，據本公司所深知，概無董事、監事或本公司最高行政人員或彼等聯繫人於本公司或其任何相聯法團的股份、相關股份或債權證中，擁有或被視為擁有任何權益或淡倉，擁有根據證券及期貨條例第352條記錄於本公司須備存的登記冊內之權益及淡倉，或根據證券及期貨條例第352條須登記於其所述之登記冊內之權益及淡倉，或根據標準守則須知會本公司及聯交所之權益及淡倉。

## REPORT OF THE DIRECTORS

### 董事會報告

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As of December 31, 2023, so far as the Directors or chief executives of the Company are aware, the following persons (other than the Directors or chief executives of the Company or their associates) had interests and/or short positions in the Shares or underlying Shares as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

### 主要股東於股份及相關股份之權益及淡倉

截至2023年12月31日，就董事或本公司最高行政人員所知，以下人士（董事或本公司最高行政人員或彼等聯繫人除外）擁有根據證券及期貨條例第336條記錄於本公司須備存之登記冊所載之股份或相關股份的權益及／或淡倉：

### Interests in Shares or underlying Shares of the Company

### 於本公司股份或相關股份的權益

Name of Substantial Shareholders	Nature of interest	Category of Shares	Number of Shares	Approximate percentage of interest in the relevant class of Shares of our Company 於本公司相關股份類別的權益 概約百分比	Approximate percentage of interest in our Company 於本公司的權益 概約百分比
主要股東姓名／名稱	權益性質	股份類別	股份數目		
Mr. Gao <sup>(1)</sup> 高先生 <sup>(1)</sup>	Beneficial owner 實益擁有人	H Shares H股	221,079 (L)	0.41%	0.21%
	Beneficial owner 實益擁有人	Unlisted Shares 未上市股份	441,678 (L)	0.88%	0.43%
	Interest of a party to an agreement 協議訂約方權益	H Shares H股	8,564,881 (L)	16.03%	8.27%
	Interest of a party to an agreement 協議訂約方權益	Unlisted Shares 未上市股份	15,365,941 (L)	30.64%	14.84%
Mr. Chen <sup>(2)</sup> 陳先生 <sup>(2)</sup>	Beneficial owner 實益擁有人	H Shares H股	866,380 (L)	1.62%	0.84%
	Beneficial owner 實益擁有人	Unlisted Shares 未上市股份	956,380 (L)	1.91%	0.92%
	Interest of a party to an agreement 協議訂約方權益	H Shares H股	7,919,580 (L)	14.83%	7.65%
	Interest of a party to an agreement 協議訂約方權益	Unlisted Shares 未上市股份	14,851,239 (L)	29.61%	14.34%



# REPORT OF THE DIRECTORS

## 董事會報告

Name of Substantial Shareholders	Nature of interest	Category of Shares	Number of Shares	Approximate percentage of interest in the relevant class of Shares of our Company 於本公司相關股份類別的權益 概約百分比	Approximate percentage of interest in our Company 於本公司的權益 概約百分比
主要股東姓名／名稱	權益性質	股份類別	股份數目		
Fosun International <sup>(3)</sup> 復星國際 <sup>(3)</sup>	Interest in a controlled corporation 受控法團權益	H Shares H股	6,962,588 (L)	13.03%	6.72%
	Interest in a controlled corporation 受控法團權益	Unlisted Shares 未上市股份	3,424,168 (L)	6.83%	3.31%
Yadong Beichen <sup>(3)(4)</sup> 亞東北辰 <sup>(3)(4)</sup>	Beneficial owner 實益擁有人	H Shares H股	6,848,335 (L)	12.82%	6.61%
	Beneficial owner 實益擁有人	Unlisted Shares 未上市股份	3,424,168 (L)	6.83%	3.31%
	Interest of a party to an agreement 協議訂約方權益	H Shares H股	114,253 (L)	0.21%	0.11%
Ping An Insurance <sup>(5)</sup> 平安保險 <sup>(5)</sup>	Interest in a controlled corporation 受控法團權益	Unlisted Shares 未上市股份	7,169,737 (L)	14.30%	6.92%
Ping An Healthtech <sup>(5)</sup> 平安醫療科技 <sup>(5)</sup>	Beneficial owner 實益擁有人	Unlisted Shares 未上市股份	7,169,737 (L)	14.30%	6.92%
Ms. XU Yanhua <sup>(6)</sup> 徐彥華女士 <sup>(6)</sup>	Interest in a controlled corporation 受控法團權益	Unlisted Shares 未上市股份	6,076,019 (L)	12.12%	5.87%
	Interest in a controlled corporation 受控法團權益	H Shares H股	410,234 (L)	0.77%	0.40%
Suqian Airdoc <sup>(6)</sup> 宿遷鷹瞳 <sup>(6)</sup>	Beneficial owner 實益擁有人	Unlisted Shares 未上市股份	3,756,431 (L)	7.49%	3.63%

## REPORT OF THE DIRECTORS

### 董事會報告

#### Notes:

- (1) As of December 31, 2023, pursuant to the Concert Party Agreement, Mr. Gao agreed to act in concert with Mr. Zhang and Mr. Chen by aligning their votes at Shareholders' meetings of the Company. Therefore, Mr. Gao was deemed to be interested in the Shares held by Mr. Zhang and Mr. Chen under the SFO.
- (2) As of December 31, 2023, pursuant to the Concert Party Agreement, Mr. Chen agreed to act in concert with Mr. Zhang and Mr. Gao by aligning their votes at Shareholders' meetings of the Company. Therefore, Mr. Chen was deemed to be interested in the Shares held by Mr. Zhang and Mr. Gao under the SFO.
- (3) As of December 31, 2023, Yadong Beichen was held by Shanghai Ruikun Venture Capital Co., Ltd. (上海銳坤創業投資有限公司) ("Shanghai Ruikun") and Shanghai Fosun Industrial Investment Co., Ltd. (上海復星產業投資有限公司) ("Shanghai Fosun") as to 64.1% and 35.9%, respectively. Shanghai Ruikun was owned as to 98% by Shanghai Fosun High Technology Group Finance Co., Ltd. (上海復星高科技(集團)有限公司) ("Fosun High Technology"), which was wholly owned by Fosun International Limited (復星國際有限公司) ("Fosun International"), a company whose shares are listed on the Stock Exchange (stock code: 656). Shanghai Fosun was wholly owned by Fosun High Technology. Therefore, each of Shanghai Ruikun, Shanghai Fosun, Fosun High Technology and Fosun International was deemed to be interested in the Shares in which Yadong Beichen was interested under the SFO.
- (4) As of December 31, 2023, pursuant to the voting proxy arrangement between Ningbo Xingbangyu Business Management Consulting Partnership (Limited Partnership) (寧波星邦鬱企業管理諮詢合夥企業(有限合夥)) ("Xingbangyu") and Yadong Beichen, Xingbangyu conferred the voting right of the Shares held by it on Yadong Beichen. Therefore, Yadong Beichen was deemed to be interested in the Shares held by Xingbangyu under the SFO.

#### 附註：

- (1) 截至2023年12月31日，根據一致行動人士協議，高先生、張先生及陳先生同意於本公司股東大會上通過調整其投票來實現一致行動。因此，根據證券及期貨條例，高先生被視為於張先生及陳先生持有的股份中擁有權益。
- (2) 截至2023年12月31日，根據一致行動人士協議，陳先生、張先生及高先生同意於本公司股東大會上通過調整其投票來實現一致行動。因此，根據證券及期貨條例，陳先生被視為於張先生及高先生持有的股份中擁有權益。
- (3) 截至2023年12月31日，亞東北辰由上海銳坤創業投資有限公司(「上海銳坤」)及上海復星產業投資有限公司(「上海復星」)分別持有64.1%及35.9%的權益。上海復星高科技(集團)有限公司(「復星高科技」)擁有上海銳坤98%的權益，而其本身又由復星國際有限公司(「復星國際」，一家股份於聯交所上市的公司(股份代號：656))全資擁有。上海復星由復星高科技全資擁有。因此，根據證券及期貨條例，上海銳坤、上海復星、復星高科技及復星國際均被視為在亞東北辰擁有權益的股份中擁有權益。
- (4) 截至2023年12月31日，根據寧波星邦鬱企業管理諮詢合夥企業(有限合夥)(「星邦鬱」)及亞東北辰之間的投票代理安排，星邦鬱將其所持股份的投票權授予亞東北辰。因此，根據證券及期貨條例，亞東北辰被視為於星邦鬱持有的股份中擁有權益。

## REPORT OF THE DIRECTORS 董事會報告

- (5) As of December 31, 2023, Ping An Healthtech was wholly owned by Ping An Technology (Shenzhen) Co., Ltd. (平安科技(深圳)有限公司) (“**Ping An Technology**”), which was owned by Ping An Insurance (Group) Company of China, Ltd. (中國平安保險(集團)股份有限公司) (“**Ping An Insurance**”), a company whose shares are listed on the Stock Exchange (stock code: 2318) and the Shanghai Stock Exchange (stock code: 601318), and Shenzhen Ping An Financial Technology Consulting Co., Ltd. (深圳平安金融科技諮詢有限公司) (“**Ping An Financial**”) as to 37.7% and 62.3%, respectively. Therefore, each of Ping An Technology, Ping An Insurance and Ping An Financial was deemed to be interested in the Shares held by Ping An Healthtech under the SFO.
- (6) As of December 31, 2023, Ms. XU Yanhua (徐彥華), an employee of our Group, was the general partner of Suqian Airdoc and Suqian Zhongyou, each as an employee incentive platform of our Company. Therefore, Ms. XU Yanhua is deemed to be interested in the Shares held by Suqian Airdoc and Suqian Zhongyou under the SFO.
- (7) (L) – Long position.
- (5) 截至2023年12月31日，平安醫療科技由平安科技(深圳)有限公司(「平安科技」)全資擁有，而平安科技又由中國平安保險(集團)股份有限公司(「平安保險」，一家股份於聯交所(股份代號：2318)及上海證券交易所(股份代號：601318)兩地上市的公司)及深圳平安金融科技諮詢有限公司(「平安金融」)分別持有37.7%及62.3%的權益。因此，根據證券及期貨條例，平安科技、平安保險及平安金融均被視為在平安醫療科技持有的股份中擁有權益。
- (6) 截至2023年12月31日，本集團僱員徐彥華女士為宿遷鷹瞳及宿遷眾佑(均為本公司僱員激勵平台)的普通合夥人。因此，根據證券及期貨條例，徐彥華女士被視為於宿遷鷹瞳及宿遷眾佑持有的股份中擁有權益。
- (7) (L) – 好倉。

Save as disclosed above, as of December 31, 2023, to the best knowledge of the Company, no person, other than the Directors, Supervisors or chief executives of the Company whose interests are set out in the subsection above, had any interests or short positions in the Shares or underlying Shares as recorded in the register required to be kept under section 336 of the SFO.

除上文所披露者外，截至2023年12月31日，據本公司所深知，除董事、監事或本公司最高行政人員(彼等權益載於上文分節中)外，並無任何人士擁有根據證券及期貨條例第336條規定備存之登記冊所載之股份或相關股份的任何權益或淡倉。



## REPORT OF THE DIRECTORS

### 董事會報告

#### USE OF NET PROCEEDS FROM GLOBAL OFFERING

The Company's Shares were listed on the Stock Exchange on November 5, 2021. After finalization and the settlement of the listing expenses, including the relevant expenses incurred by work done by professional parties, the finalized net proceeds from the Global Offering amounted to HK\$1,550.7 million. Accordingly, the planned applications of the net proceeds as disclosed in the section headed "Future Plans and Use of Proceeds" are adjusted pro rata as set forth in the table below. The planned applications and allocation percentage remained unchanged. As of December 31, 2023, approximately HK\$576.6 million of the net proceeds of the Global Offering had been utilized as follows:

#### 全球發售所得款項淨額用途

本公司股份於2021年11月5日在聯交所上市。經最終確定及結算上市開支(包括專業人士完成工作所產生的相關開支)後，全球發售的最終所得款項淨額為1,550.7百萬港元。因此，「未來計劃及所得款項用途」一節所披露所得款項淨額的計劃用途如下表所示按比例調整。計劃用途及分配百分比保持不變。截至2023年12月31日，全球發售所得款項淨額的約576.6百萬港元已作如下用途：

Use of proceeds	Planned applications	Percentage of total net proceeds	Actual usage for the Reporting Period	Actual usage up to December 31, 2023	Unutilized net proceeds as of December 31, 2023	Expected time of full utilization of remaining balance	
所得款項用途	計劃用途 (HK\$ million) (百萬港元)	佔總所得款項淨額之百分比 (%) (%)	報告期內 實際使用量 (HK\$ million) (百萬港元)	直至2023年 12月31日 實際使用量 (HK\$ million) (百萬港元)	截至2023年 12月31日未動用 所得款項淨額 (HK\$ million) (百萬港元)	餘額悉數 動用之預期時間	
Optimization, development and commercialization of our Core Product	我們核心產品的優化、開發和商業化	775.4	50%	109.3	253.6	521.8	2026
Research and development and manufacturing of our hardware devices	我們硬件設備的研發和製造	294.6	19%	86.0	143.3	151.3	2026
Ongoing and future research and development of our health risk assessment solutions	我們正在進行的及未來的健康風險評估解決方案的研發	155.1	10%	10.9	47.1	108.0	2026
Development of our portfolio to diversify our AI-empowered retina-based early detection, diagnosis and health risk assessment solutions	我們產品組合的開發，以豐富我們人工智能視網膜影像識別的早期檢測、輔助診斷及健康風險評估解決方案	93.0	6%	10.9	26.0	67.0	2024
Collaborations with academic and research institutions on joint research projects	與學術及研究機構就聯合研究項目進行的合作	77.5	5%	10.7	16.2	61.3	2024
Working capital and other general corporate purposes	營運資金和其他一般公司用途	155.1	10%	44.1	90.4	64.7	2024
<b>Total</b>	<b>合計</b>	<b>1,550.7</b>	<b>100%</b>	<b>271.9</b>	<b>576.6</b>	<b>974.1</b>	

## REPORT OF THE DIRECTORS 董事會報告

### PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company during the Reporting Period.

### COMPLETION OF H SHARE FULL CIRCULATION

On July 3, 2023, the Company received approvals for the full circulation of its H Shares from the CSRC and for the listing of and dealing in 27,482,883 H Shares from the Stock Exchange. On July 3, 2023, the Company completed the conversion of 27,482,883 Unlisted Shares into H Shares. For further details, please refer to the Company's announcements dated March 28, 2023, May 11, 2023 and July 3, 2023, respectively.

### CHANGE IN CONSTITUTIONAL DOCUMENTS

On May 23, 2023 and November 24, 2023, the Board resolved to approve the amendments to the Articles of Association of the Company. These amendments were subsequently approved by the Shareholders at the annual general meeting and the extraordinary general meeting held on June 27, 2023, and December 29, 2023, respectively. For further details, please refer to the Company's circulars dated May 25, 2023 and December 11, 2023, respectively.

Save as disclosed above, there was no significant change to the constitutional documents of the Company for the year ended December 31, 2023.

### 購買、出售或贖回本公司的上市證券

報告期內，本公司或其任何附屬公司均未購買、出售或贖回本公司的任何上市證券。

### 完成H股全流通

於2023年7月3日，本公司接獲中國證監會就其H股全流通及聯交所就27,482,883股H股上市及買賣授出的批准。於2023年7月3日，本公司完成27,482,883股未上市股份轉換為H股。有關進一步詳情，請參閱本公司日期分別為2023年3月28日、2023年5月11日及2023年7月3日的公告。

### 章程文件的變化

於2023年5月23日及2023年11月24日，董事會已議決批准對本公司組織章程細則的修訂。該等修訂隨後於2023年6月27日舉行的股東週年大會及2023年12月29日舉行的臨時股東大會上獲股東批准。有關進一步詳情，請參閱本公司日期分別為2023年5月25日及2023年12月11日的通函。

除上述披露者外，截至2023年12月31日止年度，本公司章程文件並無重大變動。

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### 董事會報告

#### RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

Details on related party transactions of the Group for the year ended December 31, 2023 are set out in Note 36 to the consolidated financial statements. None of the related party transactions constitute a connected transaction or continuing connected transaction which is subject to the Shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the Listing Rules. There was no connected transaction nor continuing connected transaction of the Group which has to be disclosed in accordance with the Chapter 14A of the Listing Rules during the Reporting Period (2022: nil).

#### PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Articles of Association or the laws of the PRC that would oblige the Company to offer new Shares on a pro-rata basis to the existing Shareholders.

#### TAX RELIEF AND EXEMPTION

The Directors are not aware of any tax relief and exemption available to the Shareholders by reason of their holding of the Company's listed securities.

#### SHARE INCENTIVES SCHEME

##### Incentives granted prior to the Listing

Airdoc Universe, Suqian Airdoc and Suqian Zhongyou were established in the PRC as our employee incentive platforms, and respectively held approximately 4.69%, 3.87% and 2.24% of the total issued Shares of the Company as of the date of this annual report. For further details of the employee incentive platforms, please refer to the Prospectus.

#### 關聯方交易及關連交易

本集團截至2023年12月31日止年度的關聯方交易詳情載於綜合財務報表附註36。概無任何關聯方交易構成須遵守上市規則第14A章項下之股東批准、年度審閱及所有披露規定的關連交易或持續關連交易。於報告期內，本集團不存在須根據上市規則第14A章披露的關連交易及持續關連交易(2022年：無)。

#### 優先購買權

組織章程細則或中國法律項下並無規定要求本公司必須按比例向現有股東發售新股份的優先購買權。

#### 稅務減免和豁免

董事並無知悉股東因持有本公司上市證券而可獲得任何稅務減免和豁免。

#### 股權激勵計劃

##### 於上市前授予的激勵

鬱金香宇宙、宿遷鷹瞳及宿遷眾佑均為在中國成立的本公司僱員激勵平台，且截至本年報日期，彼等分別於本公司已發行股份總數中擁有約4.69%、3.87%及2.24%的權益。有關僱員激勵平台的更多詳情，請參閱招股章程。



## REPORT OF THE DIRECTORS 董事會報告

### 2022 Equity Incentive Scheme

#### *Key terms of the scheme*

On January 13, 2023, the Board resolved to adopt the 2022 Equity Incentive Scheme, which was subsequently approved by the Shareholders at the extraordinary general meeting of the Company held on March 30, 2023. The key terms of the Scheme are set out below.

#### *(a) Purpose of the Scheme*

The Scheme aims to:

- (i) optimize the performance review mechanism and compensation policy of the Company, attract, retain and incentivize the talents who are needed to achieve the strategic objectives of the Company;
- (ii) align the granting to the Participants with the performance of the Company and the behavior of the Participants with the strategic objectives of the Company, and promote the achievement of the strategic objectives of the Company; and
- (iii) establish long-term orientation for business management and operation, urge the core middle-to-high level management to focus on the long-term development of the Company and to avoid short-sighted business management and operation, so as to realize dual effects of motivation and discipline.

### 2022年股權激勵計劃

#### *計劃主要條款*

於2023年1月13日，董事會議決採納2022年股權激勵計劃，該計劃其後經股東於本公司於2023年3月30日舉行的臨時股東大會上批准。該計劃主要條款載於下文。

#### *(a) 該計劃的目的*

該計劃的目的為：

- (i) 優化本公司的績效考核機制及薪酬政策，吸引、挽留及激勵實現本公司戰略目標所需要的人才；
- (ii) 使激勵對象的權益授予與本公司業績表現、以及激勵對象的行為與本公司的戰略目標保持一致，促進本公司戰略目標的實現；及
- (iii) 建立業務管理及經營的長期導向，促使核心中高管注重本公司長遠發展，避免短視的業務管理及經營，以實現激勵與約束雙重效果。

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### 董事會報告

#### (b) Term of the Scheme

Unless terminated earlier in accordance with the Scheme Rules, the Scheme shall be valid and effective for a period of five (5) years commencing from March 30, 2023, namely the date on which the Scheme is approved by the Shareholders (the “**Scheme Period**”), after which no further Incentives shall be granted. However, as long as there are any Incentives that have been granted but not yet vested before the expiry of the Scheme, the Scheme Period shall be extended until the vesting of such Incentives takes effect.

#### (c) Scheme Limit

The maximum number of Incentive Shares grantable under the Scheme shall not exceed 6,214,080 H Shares representing approximately 6% of the total issued Shares as at the date of this report. Save as otherwise specified under the Scheme Rules, no further grant shall be made by the Company which would otherwise result in the total number of H Shares (other than Incentive Shares lapsed in accordance with the Scheme Rules) involved in all grants made under the Scheme exceeding the Scheme Limit without the approval of the Shareholders. The maximum entitlement of each Participant shall be determined by the Board.

#### (b) 該計劃的期限

除非根據計劃規則提前終止，該計劃自2023年3月30日（即股東批准該計劃當日）起五（5）年內有效（「計劃期間」），計劃期間結束後不再授予激勵。然而，只要有任何激勵於該計劃屆滿前已授予但尚未歸屬，則計劃期間須延期直至該等激勵的歸屬生效。

#### (c) 計劃限額

根據該計劃可授予的激勵股份的最大數目不得超過6,214,080股H股（佔於本報告日期已發行股份總數的約6%）。除計劃規則另有指明外，本公司不得作出任何進一步授予，導致根據該計劃作出的所有授予涉及的H股總數（不包括根據計劃規則失效的激勵股份）在未經股東批准的前提下超過計劃限額。各激勵對象的最高限額應由董事會釐定。

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### (d) *Source of Fund and Incentive Shares*

The Incentive Shares will be satisfied by the H Shares to be purchased on market by trustee from the public market. The purchase price shall not exceed the average closing price of the H Shares as stated in the Stock Exchange's daily quotation sheets for the fifteen business days immediately preceding the date of purchase. The purchase of H Shares under the Scheme shall be funded by the Company. To obtain the Incentive Shares, the Participants may need to pay the Grant Price at the time of the grant.

### (e) *Vesting of Incentives*

Subject to the relevant provisions under the Scheme, vesting of Incentives means that the economic interests of Incentive Shares are in fact vested in Participants. The vesting conditions and the vesting schedule may be determined by the Board from time to time during the Scheme Period and subject to all applicable laws, regulations and ordinances.

### (f) *Scope of Participants*

Participants eligible to participate in the Scheme are management personnel and key employees who contribute to the operating results and future development of the Group and comply with laws, regulations and rules of the Group, which include Directors (if any), senior management and key employees of the Group. The Board or its authorized persons may, in accordance with the Company Law, the Securities Law and other applicable laws, regulations, regulatory documents, the Listing Rules as amended from time to time and the articles of association of the Company, from time to time select Participants and according to the actual needs of the Company, and grant them Incentives within the Incentive Term in compliance with such terms and conditions of the Incentives as determined by the Board or its authorized persons from time to time.

### (d) *資金來源及激勵股份來源*

激勵股份將由受託人從公開市場購買的H股支付。購買價格不應超過H股於緊接購買日期前十五個營業日載於聯交所每日報價表的平均收市價。根據該計劃購買H股須由本公司出資。為獲得激勵股份，激勵對象可能需要於授予時支付授予價格。

### (e) *激勵歸屬*

受限於該計劃的相關規定，激勵歸屬指激勵股份的經濟利益事實上歸屬於激勵對象。董事會可在計劃期間，在遵守所有適用的法律、法規及條例的前提下，不時確定歸屬條件以及歸屬時間表。

### (f) *激勵對象的選擇範圍*

可參與該計劃的合資格激勵對象包括對本集團經營業績和未來發展發揮重要作用，且遵守法律法規及本集團規章制度的管理人員及重要員工，包括董事（如有）、本集團高級管理層及重要員工。董事會或其授權人士可依照《公司法》《證券法》和其他適用法律、法規、規範性文件、經不時修訂的上市規則和本公司組織章程細則，並根據本公司的實際需求不時選擇激勵對象，並向激勵對象在其符合根據董事會或其授權人士不時確定的激勵條款和條件的情況下在激勵期限內授予激勵。



## REPORT OF THE DIRECTORS

### 董事會報告

No person shall become a Participant under the Scheme if he or she:

- (i) has been identified by the competent authorities as an inappropriate candidate for a listed company's 2022 Equity Incentive Scheme or similar scheme within the last 12 months;
- (ii) has been punished by the securities regulatory authorities or prohibited from trading of securities for any material violation of laws or regulations within the last 12 months; or
- (iii) is prohibited from serving as a director or the senior management of the company under the Company Law.

The eligibility of the Participants shall be determined by the Board or its authorized persons.

#### (g) Granting Price

After the Scheme is approved by the Shareholders, the Board or its authorized persons may determine the Grant Price from time to time during the Scheme Period.

Further details of the 2022 Equity Incentive Scheme are set out in the announcement and circular of the Company dated January 13, 2023 and March 10, 2023, respectively.

任何人士如存在以下情況，不得成為該計劃的激勵對象：

- (i) 最近12個月內曾被有權機關認定為上市公司2022年股權激勵計劃或類似計劃的不適當人選；
- (ii) 最近12個月內因重大違法違規行為被證券監督管理機構處罰或被禁止買賣證券；或
- (iii) 具有《公司法》規定的不得擔任公司董事或高級管理人員情形。

激勵對象的資格應由董事會或其授權人士確定。

#### (g) 授予價格

股東審議通過該計劃後，董事會或其授權人士可在計劃期間不時確定授予價格。

有關2022年股權激勵計劃的進一步詳情載於本公司日期分別為2023年1月13日及2023年3月10日的公告及通函。

# REPORT OF THE DIRECTORS

## 董事會報告

### Grant under the scheme

### 根據計劃授予

Name	Position	Grant date	Vesting period	Grant price	Number of Incentive Shares					Number of Incentive Shares		Weighted average closing price of Incentive Shares vested during the Reporting Period
					not yet vested as of January 1, 2023	granted during the Reporting Period	Shares vested during the Reporting Period	cancelled during the Reporting Period	Shares lapsed during the Reporting Period	granted but not yet vested as of December 31, 2023	vested during the Reporting Period	
姓名	職位	授予日期	歸屬期間	授予價格	截至2023年1月1日已授予但尚未歸屬的激勵股份數目	報告期內已授予激勵股份數目	報告期內已歸屬激勵股份數目	報告期內已註銷激勵股份數目	報告期內已失效激勵股份數目	截至2023年12月31日已授予但尚未歸屬的激勵股份數目	報告期內已歸屬激勵股份加權平均收市價	
Mr. Zhang 張先生	Executive Director and chief executive officer 執行董事兼首席執行官	January 13, 2023 2023年1月13日	Note(1) 附註(1)	nil 無	—	3,107,040 <sup>(a)</sup>	776,760	—	—	2,330,280	HK\$12.1 12.1港元	

1 twenty-five percent (25%) of the Incentive Shares shall vest on December 31, 2023 and the rest will equally vest yearly in three years thereafter.

3,107,040 Incentive Shares were granted by the Board to Mr. Zhang under the 2022 Equity Incentive Scheme, conditional upon approval of the 2022 Equity Incentive Scheme by the Shareholders, which were further obtained on March 30, 2023. The closing price of the H Share immediately before the date of grant was HK\$12.2 per H Share. The fair value of the Incentives Share granted to Mr. Zhang on the date of grant was HK\$41.7 million, calculated based on the closing price of the H Shares of HK\$13.42 per H Share. As the Incentives Shares were granted to Mr. Zhang pursuant to his service contract with the Group and form part of his remuneration package thereunder, the grant of Incentives Shares to Mr. Zhang is exempt from the reporting, announcement and independent Shareholders' approval requirements under Rules 14A.73(6) and 14A.95 of the Listing Rules. Save for Mr. Zhang, no other individuals among the five highest paid individuals of the Company were granted Incentive Shares during the Reporting Period.

1 百分之二十五(25%)的激勵股份於2023年12月31日歸屬，餘下的激勵股份將自此後三年內每年平均歸屬。

董事會根據2022年股權激勵計劃向張先生授予3,107,040股激勵股份，須待股東批准2022年股權激勵計劃並於2023年3月30日進一步獲得批准後，方可作實。H股於緊接授予日期前的收市價為每股H股12.2港元。於授予日期，授予張先生激勵股份的公允價值為41.7百萬港元，乃基於H股的收市價每股H股13.42港元計算。由於激勵股份乃根據張先生與本集團簽訂的服務合約而授予，並構成其薪酬待遇的一部分，因此向張先生授予激勵股份獲豁免遵守上市規則第14A.73(6)及14A.95條的申報、公告及獨立股東批准規定。於報告期內，除張先生外，本公司五位最高薪酬人士中概無其他人士獲授激勵股份。

## REPORT OF THE DIRECTORS

### 董事會報告

The number of Incentive Shares available for grant under the Scheme at the approval of the Scheme and the end of the Reporting Period are 6,214,080 and 3,107,040 H Shares, respectively. The number of Shares available for issue under the Scheme was nil as the Incentive Shares will be satisfied by the H Shares to be purchased on market by the trustee from the public market. In order to satisfy the 3,107,040 Incentive Shares granted to Mr. Zhang, since September 18, 2023 and up to the date of this annual report, the trustee purchased a total number of 1,223,900 H Shares in the open market. Save as disclosed, the Company did not make any other grants under the 2022 Equity Incentive Scheme during the Reporting Period and up to the date of this annual report.

As of the date of this annual report, save as disclosed above, the Company did not have any other share incentive scheme or make any grant that is subject to the disclosure requirements under Chapter 17 of the Listing Rules.

### CHANGES IN THE INFORMATION OF THE DIRECTORS

Pursuant to Rule 13.51B of the Listing Rules, the changes in the information of the Directors during the Reporting Period and up to the date of this annual report, are set out below:

1. Mr. GAO Fei (高斐) resigned on January 13, 2023 as an executive Director due to his desire to devote more time to his family and other work commitment;
2. Ms. WANG Mi (王謐) resigned on January 13, 2023 as a non-executive Director due to other work engagement;
3. Ms. WANG Lin (王林) was appointed as an executive Director with effect from March 30, 2023;

於該計劃獲批准時及報告期末，根據該計劃可供授予的激勵股份數目分別為6,214,080股H股及3,107,040股H股。由於受託人將從公開市場購買H股支付激勵股份，故根據該計劃可供發行的股份數目為零。為支付授予張先生的3,107,040股激勵股份，自2023年9月18日起及直至本年報日期，受託人從公開市場購買合共1,223,900股H股。除披露者外，於報告期內及直至本年報日期，本公司並無根據2022年股權激勵計劃作出任何其他授予。

截至本年報日期，除上文所披露者外，本公司並無須依據上市規則第17章披露規定的其他股權激勵計劃或作出任何授予。

### 董事之資料變動

根據上市規則第13.51B條，董事之資料於報告期內及直至本年報日期之變動如下：

1. 高斐先生於2023年1月13日由於擬將更多時間關注家庭及其他工作，已辭任執行董事；
2. 王謐女士於2023年1月13日由於其他工作安排已辭任非執行董事；
3. 王林女士獲委任為執行董事，自2023年3月30日起生效；



## REPORT OF THE DIRECTORS 董事會報告

4. Ms. ZHU Tingyao was appointed as a non-executive Director with effect from March 30, 2023 and resigned on July 27, 2023 due to other work engagement;
  5. Dr. CHEN Yuzhong and Mr. CHEN Hailong retired by rotation as executive Directors and Mr. CHEN Xin retired by rotation as a non-executive Director with effect from December 29, 2023; and
  6. On December 29, 2023, Mr. Zhang, Ms. WANG Lin (王林), Dr. HE Chao (和超) and Mr. QIN Yong (秦勇) were elected as executive Directors of the second session of the Board of Directors, and Mr. NG Kong Ping Albert (吳港平), Dr. WU Yangfeng (武陽豐) and Dr. HUANG Yanlin (黃彥林) were elected as independent non-executive Directors of the second session of the Board of Directors.
4. 朱艇遙女士獲委任為非執行董事，自2023年3月30日起生效，並於2023年7月27日因其他工作安排辭任；
  5. 陳羽中博士及陳海龍先生輪值退任執行董事，及陳欣先生輪值退任非執行董事，自2023年12月29日起生效；及
  6. 於2023年12月29日，張先生、王林女士、和超博士及秦勇先生當選為第二屆董事會執行董事，吳港平先生、武陽豐博士及黃彥林博士當選為第二屆董事會獨立非執行董事。

### EMPLOYEE AND REMUNERATION POLICIES

As of December 31, 2023, the Group had 339 full-time employees (2022: 275).

The number of employees employed by the Group varies from time to time depending on need. The remuneration package of our employees includes salary and bonus, which are generally determined by their qualifications, industry experience, position and performance. The Company makes contributions to social insurance and housing provident funds as required by the PRC laws and regulations.

The Remuneration and Appraisal Committee of the Company was set up for reviewing the Company's emolument policy and structure for all remuneration of the Directors, Supervisors and senior management of the Company, having regard to the Company's operating results, individual performance of the Directors, Supervisors and senior management and comparable market practices.

### 僱員及薪酬政策

截至2023年12月31日，本集團有339名全職僱員（2022年：275名）。

本集團的僱員人數視乎需要而不時變動。本公司僱員的薪酬待遇包括薪金及花紅，一般視彼等的資歷、行業經驗、職位及表現而定。本公司按照中國法律法規的規定繳納社會保險及住房公積金。

本公司設立薪酬與考核委員會，結合本公司經營業績，董事、監事及高級管理層的個人表現，以及可資比較市場慣例，審議董事、監事及本公司高級管理層的薪酬政策和薪酬結構。

## REPORT OF THE DIRECTORS

### 董事會報告

The total remuneration cost incurred by the Group for the year ended December 31, 2023 was RMB214.1 million (2022: RMB216.0 million). The remuneration package of our employees includes salary, bonus and equity incentives, which are generally determined by their qualifications, industry experience, position and performance. We make contributions to social insurance and housing provident funds as required by the PRC laws and regulations.

The Group provided formal and comprehensive company-level and department-level trainings to the new employees, followed by on-the-job training. The Group also provided training and development programs to the employees from time to time to ensure their awareness and compliance with our various policies and procedures.

For the 12 months ended December 31, 2023, the Group did not experience any material labor disputes or strikes that may have a material and adverse effect on our business, financial condition or results of operations, or any difficulty in recruiting employees.

### PENSION SCHEME

The Company and all its subsidiaries are located in the PRC. The employees of the Group are required to participate in a central pension scheme operated by the local municipal government. The Group is required to contribute a certain percentage of their payroll costs to the central pension scheme. The contributions are charged to the statement of profit or loss as they become payable in accordance with the rules of the central pension scheme.

Details of the pension scheme of the Group are set out in Note 6 to the consolidated financial statements. During the Reporting Period, there were no forfeited contributions under the Group's pension scheme, and there were no forfeited contributions that may be used by the Group to reduce the existing level of contribution.

截至2023年12月31日止年度，本集團產生的總薪酬成本為人民幣214.1百萬元（2022年：人民幣216.0百萬元）。本公司僱員的薪酬待遇包括薪金、花紅及股權激勵，一般視彼等的資歷、行業經驗、職位及表現而定。我們按照中國法律法規的規定繳納社會保險及住房公積金。

本集團於在職培訓前為新僱員提供正式、全面的公司級及部門級培訓。本集團亦不時為僱員提供培訓及發展計劃，以確保彼等了解並遵守我們的各項政策及程序。

截至2023年12月31日止十二個月，本集團未發生任何可能對我們的業務、財務狀況或經營業績造成重大不利影響的重大勞資糾紛或罷工，亦未在招聘員工方面遇到任何困難。

### 退休金計劃

本公司及其所有附屬公司均位於中國。本集團僱員須參與由當地市政府經營的中央退休金計劃。本集團須向中央退休金計劃繳納僱員一定比例的薪資費用。該等供款根據中央退休金計劃規則應予以支付時，於損益表中扣除。

有關本集團退休金計劃的詳情載於綜合財務報表附註6。於報告期內，本集團退休金計劃下概無沒收供款，亦無可能由本集團用於減少供款現有水平的沒收供款。

## REPORT OF THE DIRECTORS 董事會報告

### MAJOR CUSTOMERS AND SUPPLIERS

For the Reporting Period,

- (i) the Group's largest supplier accounted for 12.0% (2022: 33.18%) of its total purchases, and the five largest suppliers accounted for 36.9% of its total purchases (2022: 69.76%); and
- (ii) the Group's largest customer accounted for 15.1% (2022: 32.16%) of its total sales, and the five largest customers accounted for 37.3% of its total sales (2022: 58.62%).

None of the Directors or any of their close associates or any Shareholders (which, to the best knowledge of the Directors, own more than 5% of the Company's issued share capital) had any interest in the Group's five largest customers and suppliers.

### KEY RELATIONSHIP WITH STAKEHOLDERS

The Group recognizes that various stakeholders including suppliers, employees, Shareholders and other business associates are key to Group's success. The Group strives to achieve corporate sustainability through engaging, collaborating, and cultivating strong relationship with them.

#### Relationship with Our Employees

We endeavor to cultivate talented and loyal employees by treating our employees with dignity, respect and fairness. We conduct new employee training, as well as professional and compliance training programs for employees. We enter into employment contracts with our employees to cover matters such as wages, benefits and grounds for termination. The remuneration package of our employees usually includes salary, bonus and share option incentives, which are generally determined by their qualifications, industry experience, position and performance. We make contributions to social insurance and housing provident funds as required by the PRC laws and regulations.

### 主要客戶及供應商

於報告期內，

- (i) 本集團最大供應商的供應額佔本集團採購總額的12.0%（2022年：33.18%），五大供應商的供應額佔採購總額的36.9%（2022年：69.76%）；及
- (ii) 本集團最大客戶的購買額佔本集團銷售總額的15.1%（2022年：32.16%），五大客戶的購買額佔銷售總額的37.3%（2022年：58.62%）。

概無董事或其任何緊密聯繫人或任何股東（據董事所深知，擁有本公司已發行股本的5%以上）在本集團的五大客戶及供應商中擁有任何權益。

### 與利益相關者之主要關係

本集團深知包括供應商、僱員、股東及其他業務夥伴在內的各個利益相關者是本集團成功的關鍵。本集團通過參與、合作及與彼等建立牢固的關係，努力實現企業的可持續發展。

#### 與僱員之關係

我們努力培養有才能和忠誠的僱員，以給予尊嚴、尊重和公平的方式對待僱員。我們開展新僱員培訓，以及針對僱員的專業及合規培訓計劃。我們與僱員訂立僱傭合約，以涵蓋工資、福利和終止理由等事項。僱員的薪酬待遇通常包括薪金、花紅及購股權獎勵，一般視乎彼等的資歷、行業經驗、職位及表現釐定。我們按照中國法律法規的要求繳納社會保險及住房公積金。



## REPORT OF THE DIRECTORS

### 董事會報告

#### Relationship with Shareholders

We recognize the importance of protecting the interests of the Shareholders and of having effective communication with them. We believe communication with the Shareholders is a two-way process and have thrived to ensure the quality and effectiveness of information disclosure, maintain regular dialogue with the Shareholders and listen carefully to the views and feedback from the Shareholders. This has been done through general meetings, corporate communications, annual reports and results announcements.

#### FINANCIAL SUMMARY

A summary of the audited consolidated results and the assets and liabilities of the Group for the last four financial years, as extracted from the audited consolidated financial statements, is set out in this annual report. This summary does not form part of the audited consolidated financial statements.

#### SUBSIDIARIES

Particulars of the Company's subsidiaries as of December 31, 2023 are set out in Note 1 to the consolidated financial statements.

#### PROPERTY, PLANT AND EQUIPMENT

Details of movements in the property, plant and equipment of the Company and the Group for the year ended December 31, 2023 are set out in Note 13 to the consolidated financial statements.

#### SHARE CAPITAL AND SHARES ISSUED

Details of movements in the share capital of the Company for the year ended December 31, 2023 and details of the Shares issued for the year ended December 31, 2023 are set out in Note 28 to the consolidated financial statements.

#### 與股東之關係

我們深知保護股東權益及與彼等進行有效溝通的重要性。我們認為與股東的溝通是一個雙向的過程，並努力確保數據披露的質量及有效性，保持與股東的定期對話及仔細聆聽從股東處得到的意見和回饋。這可以透過股東大會、企業通訊、年報及業績公佈實行。

#### 財務概要

本集團之前四個財政年度的經審核綜合業績、資產及負債概要，乃摘錄自經審核綜合財務報表，並於本年報中載列。本概要不構成經審核綜合財務報表的一部分。

#### 附屬公司

本公司截至2023年12月31日的附屬公司詳情載於綜合財務報表的附註1。

#### 物業、廠房及設備

本公司及本集團截至2023年12月31日止年度之物業、廠房及設備變動詳情載於綜合財務報表的附註13。

#### 股本及已發行股份

本公司截至2023年12月31日止年度的股本變動詳情及截至2023年12月31日止年度已發行股份詳情載於綜合財務報表的附註28。

## REPORT OF THE DIRECTORS 董事會報告

### DEBENTURE ISSUED

The Group did not issue any debenture for the year ended December 31, 2023 (2022: nil).

### EQUITY-LINKED AGREEMENTS

No equity-linked agreements that will or may result in the Company issuing shares or that require the Company to enter into any agreements that will or may result in the Company issuing shares were entered into by the Company during the Reporting Period or subsisted at the end of the Reporting Period.

### PERMITTED INDEMNITY PROVISION

The Company has maintained appropriate liability insurance policies for its Directors, Supervisors and senior management during the Reporting Period.

### DISTRIBUTABLE RESERVES

As of December 31, 2023, our Company did not retain any profits under International Financial Reporting Standards as reserves available for distribution to our equity Shareholders.

Details of movements in the reserves of the Group and the Company during the year ended December 31, 2023 are set out in the consolidated statement of changes in equity and Note 30 to the consolidated financial statements.

### BANK LOANS AND OTHER BORROWINGS

As of December 31, 2023, the Group did not have any bank loans or other borrowings (December 31, 2022: nil).

### CONVERTIBLE BONDS

As of December 31, 2023 and up to the date of this annual report, the Company has not issued any convertible bonds (December 31, 2022: nil).

### 已發行債權證

截至2023年12月31日止年度，本集團未發行任何債權證（2022年：無）。

### 股票掛鈎協議

本公司概無於報告期內訂立或訂立於報告期末仍然存續的、將導致或可能導致本公司發行股份或要求本公司簽立任何協議以導致或可能導致本公司發行股份之股票掛鈎協議。

### 獲准許彌償條文

於報告期內，本公司為其董事、監事及高級管理層投保適當的責任保險。

### 可分派儲備

截至2023年12月31日，根據國際財務報告準則，本公司並無保留任何溢利作為可供分派予權益股東的儲備。

本集團及本公司截至2023年12月31日止年度的儲備變動詳情載於綜合權益變動表及綜合財務報表附註30。

### 銀行貸款及其他借貸

截至2023年12月31日，本集團無任何銀行貸款及其他借貸（2022年12月31日：無）。

### 可換股債券

截至2023年12月31日及直至本年報日期，本公司並無發行可換股債券（2022年12月31日：無）。

## REPORT OF THE DIRECTORS

### 董事會報告

#### SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS

On January 11, 2023, the Company subscribed for the wealth management product offered by CMB Wing Lung Asset Management Limited (招商永隆資產管理有限公司) in the principal amount of US\$10 million. For further details, please refer to the Company's announcement dated October 19, 2023.

On January 24, 2023, Airdoc HK, a wholly-owned subsidiary of the Company, entered into a subscription agreement with IndexCap Med&Tech I L.P. (the "Partnership") and IndexCap Med&Tech I GP Limited (in its capacity as the general partner of the Partnership), pursuant to which Airdoc HK agreed to (i) subscribe for limited partnership interests in the Partnership for a capital commitment in the amount of US\$14.5 million; and (ii) become a limited partner of the Partnership pursuant to the terms and conditions of the aforesaid limited partnership agreement. Further details of the subscription of interests in the Partnership are set out in the announcement of the Company dated January 24, 2023.

On May 19, 2023, the Company entered into an equity transfer agreement to acquire the 70% equity interest in Beijing Zhitong Technology Co., Ltd. for a cash consideration of RMB182 million (the "Acquisition"). Beijing Zhitong Technology Co., Ltd. is primarily engaged in the R&D, manufacture and sales of ophthalmic medical device and SaMDs. For further details, please refer to the Company's announcements dated May 19, 2023 and June 6, 2023.

Save as disclosed above, there were no other significant investments nor material acquisitions or disposals of subsidiaries and affiliated companies by the Group for the Reporting Period.

#### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As of the date of this annual report, we did not have any existing plan for material investments or acquisition of capital assets.

#### 重大投資、重大收購及出售事項

於2023年1月11日，本公司認購招商永隆資產管理有限公司提供的理財產品，本金額為10百萬美元。有關進一步詳情，請參閱本公司日期為2023年10月19日的公告。

於2023年1月24日，香港愛道(本公司之全資附屬公司)與 IndexCap Med&Tech I L.P. (「合夥企業」) 及 IndexCap Med&Tech I GP Limited (以其作為合夥企業的一般合夥人身份) 訂立認購協議，據此，香港愛道同意(i)以資本承擔14.5百萬美元認購合夥企業的有限合夥權益；及(ii)根據上述有限合夥協議的條款及條件，成為該合夥企業的有限合夥人。有關認購合夥企業權益的進一步詳情載於本公司日期為2023年1月24日的公告。

於2023年5月19日，本公司訂立一份股權轉讓協議以收購北京智瞳科技有限公司70%的股權，現金代價為人民幣182百萬元(「收購事項」)。北京智瞳科技有限公司主要從事眼科醫療器械及SaMD的研發、生產及銷售。有關進一步詳情，請參閱本公司日期為2023年5月19日及2023年6月6日的公告。

除上述披露者外，於報告期，本集團並無進行其他重大投資或重大收購或出售附屬公司及聯屬公司。

#### 重大投資及資本資產的未來計劃

截至本年報日期，我們並無任何重大投資或收購資本資產的現有計劃。



## REPORT OF THE DIRECTORS 董事會報告

### CAPITAL EXPENDITURES

The Company's capital expenditures primarily consist of Acquisition, purchase and manufacturing of fundus camera, furniture and others and leasehold improvement. For the year ended December 31, 2023, the Company's capital expenditure was RMB192.2 million (2022: RMB9.3 million).

### CAPITAL COMMITMENT

As of December 31, 2023, we recorded capital commitment of RMB49.2 million for the purchase of other financial assets and capital contributions (December 31, 2022: nil).

### CONTINGENT LIABILITIES

During the Reporting Period, a plaintiff (the **"Plaintiff"**) initiated a civil lawsuit against a former shareholder (the **"Former Shareholder"**) of a subsidiary acquired by the Company in May 2023 (the **"Acquired Subsidiary"**) and the Acquired Subsidiary. The Plaintiff alleged that the Acquired Subsidiary is liable for repaying a personal loan extending from the Plaintiff to the Former Shareholder prior to the Company's acquisition of the Acquired Subsidiary. Both the Plaintiff and the Former Shareholder are Independent Third Parties.

Based on advice from the Company's PRC legal counsel to this civil lawsuit, the Company believes the Acquired Subsidiary can defense against the Plaintiff's allegations. As the selling shareholders of the Acquired Subsidiary have agreed to indemnify and hold the Company harmless against any losses or liabilities arising from any litigation, disputes or claims related to events occurring before the Company's acquisition of the Acquired Subsidiary, any liabilities arising from this civil lawsuit will be indemnified by the selling shareholders of the Acquired Subsidiary. Therefore, the Company did not make any provision for this civil lawsuit.

### 資本開支

本公司的資本開支主要包括收購事項、購買及製造眼底相機、辦公設備及其他及租賃物業裝修。截至2023年12月31日止年度，本公司的資本開支為人民幣192.2百萬元(2022年：人民幣9.3百萬元)。

### 資本承擔

截至2023年12月31日，我們就購買其他金融資產及出資錄得資本承擔人民幣49.2百萬元(2022年12月31日：無)。

### 或有負債

於報告期內，原告(「原告」)對本公司於2023年5月收購的附屬公司(「被收購附屬公司」)的一名前股東(「前股東」)及被收購附屬公司提起民事訴訟。原告聲稱，被收購附屬公司有責任償還在本公司收購被收購附屬公司之前原告向前股東出借的個人貸款。前股東及原告均為獨立第三方。

根據是次民事訴訟的本公司中國法律顧問的建議，本公司認為被收購附屬公司可對原告的指控進行辯護。由於被收購附屬公司的售股股東已同意就本公司收購被收購附屬公司前發生的事件有關的任何訴訟、爭議或申索所引致的任何損失或責任向本公司作出彌償並使本公司免受損害，因此，由是次民事訴訟引致的任何責任將由被收購附屬公司的售股股東作出彌償。因此，本公司並無就是次民事訴訟作出任何撥備。

## REPORT OF THE DIRECTORS

### 董事會報告

#### CHARGE ON ASSETS

As of December 31, 2023, we did not have any charge on assets.

#### CHARITABLE DONATIONS

During the year ended December 31, 2023, the Company made donations of approximately RMB2.6 million (2022: nil).

#### MATERIAL LITIGATION

The Company was not involved in any material litigation or arbitration for the year ended December 31, 2023. The Directors are also not aware of any material litigation or claims that are pending or threatened against the Group during the year ended December 31, 2023.

#### PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as of the date of this annual report, the Company has maintained the prescribed percentage of public float under the Listing Rules.

#### FOREIGN EXCHANGE EXPOSURE

Our financial statements are expressed in RMB, but certain of its cash and cash equivalents are denominated in foreign currencies, and are exposed to foreign currency risk. We have established a foreign exchange exposure monitoring policy and will consider hedging against significant foreign exchange exposure of the Group should the need arise.

#### 資產押記

截至2023年12月31日，我們概無任何資產押記。

#### 慈善捐款

於截至2023年12月31日止年度內，本集團作出慈善捐款約人民幣2.6百萬元（2022年：無）。

#### 重大訴訟

截至2023年12月31日止年度，本公司概無涉及任何重大訴訟或仲裁事項。於截至2023年12月31日止年度內，就董事所知，亦無任何尚未了結或對本集團構成威脅的重大訴訟或索賠。

#### 公眾持股量

截至本年報日期，基於本公司公開可得資料及董事所知，本公司已維持上市規則規定之公眾持股量百分比。

#### 外匯風險

我們的財務報表以人民幣表示，惟其若干現金及現金等價物以外幣計價，並面臨外幣風險。我們已制定外匯風險監控政策，並在有需要時考慮對沖本集團重大外匯風險。

## REPORT OF THE DIRECTORS 董事會報告

### AUDIT COMMITTEE

The Audit Committee comprises three independent non-executive Directors, namely Mr. NG Kong Ping Albert, Dr. HUANG Yanlin and Dr. WU Yangfeng. Mr. NG Kong Ping Albert, being the chairman of the committee, is appropriately qualified as required under Rules 3.10(2) and 3.21 of the Listing Rules. The primary duties of the Audit Committee are to assist the Board by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management systems of the Company and overseeing the audit process. The Audit Committee has reviewed together with the management and external auditor the accounting principles and policies adopted by the Company and the audited consolidated financial statements for the year ended December 31, 2023.

### AUDITOR

KPMG has acted as the auditor of the Company for four consecutive years and retired upon the conclusion of the 2022 annual general meeting on June 27, 2023.

Ernst & Young was appointed as the Auditor for the Reporting Period. Ernst & Young shall retire at the forthcoming annual general meeting and, being eligible, will offer itself for re-appointment. A resolution for the re-appointment of Ernst & Young as the Auditor will be proposed at the forthcoming annual general meeting.

### ANNUAL GENERAL MEETING AND CLOSURE OF REGISTER OF MEMBERS

The date of the annual general meeting of the Company and the closure of the register of members of the Company will be announced in due course.

### 審核委員會

審核委員會由三名獨立非執行董事組成，即吳港平先生、黃彥林博士及武陽豐博士。吳港平先生為委員會主席，具備上市規則第3.10(2)及3.21條所規定的適當資格。審核委員會的主要職責是協助董事會就本公司財務報告流程、內部控制及風險管理系統的有效性提供獨立意見，並監督審核程序。審核委員會已與管理層及外聘核數師一起審閱本公司採納的會計原則及政策以及截至2023年12月31日止年度的經審核綜合財務報表。

### 核數師

畢馬威會計師事務所已連續四年擔任本公司的核數師，並於2023年6月27日舉行的2022年股東週年大會結束時退任。

安永會計師事務所獲委任為報告期的核數師。安永會計師事務所將於應屆股東週年大會退任，並合資格及願意接受續聘。本公司將於應屆股東週年大會上提呈續聘安永會計師事務所為核數師的決議案。

### 股東週年大會及暫停辦理股份 過戶登記手續

舉行本公司股東週年大會及本公司暫停辦理股份過戶登記手續的日期將適時公佈。



## REPORT OF THE DIRECTORS

### 董事會報告

#### CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

During the Reporting Period, the Group did not have any controlling shareholder. The Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

All references above to other sections, reports or notes in this report form part of this annual report.

By order of the Board  
**Beijing Airdoc Technology Co., Ltd.**  
**Mr. ZHANG Dalei**  
*Chairman of the Board*

Hong Kong, the PRC, March 27, 2024

#### 根據上市規則的持續披露責任

於報告期內，本集團概無任何控股股東。本公司並無根據上市規則第13.20、13.21及13.22條項下的任何其他披露責任。

以上對本報告其他章節、報告或附註的所有提述均構成本年報的一部分。

承董事會命  
北京鷹瞳科技發展股份有限公司  
董事會主席  
張大磊先生

中國香港，2024年3月27日

# REPORT OF THE SUPERVISORS

## 監事會報告

With the joint efforts of all Supervisors of Beijing Airdoc Technology Co., Ltd. (the “**Company**”), in accordance with the laws and regulations such as the Company Law of the People’s Republic of China (the “**Company Law**”) and the provisions of the Articles of Association and the Rules of Procedures for Meeting of the Board of Supervisors, the Board of Supervisors, in the spirit of being responsible to all shareholders of the Company, conscientiously performed the duties and powers granted by relevant laws and regulations, actively and effectively carried out the work, supervised the compliance of the operation of the Company and the performance of duties by Directors and senior management of the Company, and safeguarded the legitimate rights and interests of the Company as well as its Shareholders.

The work of the Board of Supervisors in 2023 and the work plan for 2024 is hereby reported as follows:

### I. WORK OF THE BOARD OF SUPERVISORS IN 2023

In 2023, the Board of Supervisors convened and held 4 meetings of the Board of Supervisors pursuant to applicable laws. The notice, convening and voting procedures for the meetings were in compliance with the requirements of the Company Law and other laws and regulations as well as the Articles of Association and the Rules of Procedures for the Board of Supervisors. The work of the Board of Supervisors mainly included:

1. Attend general meetings of the Shareholders of the Company to understand the operation of the general meetings;
2. Attend the meetings of the Board of Directors of the Company to understand the operation of the Board of Directors;
3. Review the financial reports of the Company and the audit reports submitted by accounting firm.

在北京鷹瞳科技發展股份有限公司(以下簡稱「本公司」)全體監事的共同努力下，根據中華人民共和國公司法(以下簡稱「公司法」)等法律法規的規定，以及組織章程細則和監事會議事規則的規定，監事會本著對本公司全體股東負責的精神，認真履行相關法律法規賦予的職責和權力，積極有效開展各項工作，監督本公司合規經營以及董事和本公司高級管理層的履職情況，維護了本公司和其股東的合法權益。

現將監事會2023年工作情況及2024年工作計劃報告如下：

### I. 2023年監事會工作情況

2023年，監事會依照適用法律召集並召開了4次監事會會議。會議的通告、召集和表決程序符合公司法等法律法規以及組織章程細則和監事會議事規則的規定。監事會工作主要包括：

1. 出席本公司的股東大會，瞭解股東大會的運作情況；
2. 出席本公司的董事會會議，瞭解董事會的運作情況；
3. 審閱本公司財務報告及會計師事務所出具的審核報告。

## REPORT OF THE SUPERVISORS

### 監事會報告

## II. OPINIONS ON THE BOARD OF SUPERVISORS DURING THE REPORTING PERIOD

### (i) Compliance of the Operation

The members of the Board of Directors and senior management of the Company operated in strict compliance with the relevant provisions of the Company Law and the Articles of Association, diligently and responsibly performed their duties with a scientific and reasonable decision-making process, earnestly implemented each resolution of the general Shareholders' meetings, and they were not aware of any illegal act or actions against the interests of the Company.

### (ii) Financial Position of the Company

The Board of Supervisors reviewed and agreed with the audited consolidated financial statements for the year ended December 31, 2023, and believed that the financial statements of the Company has given an objective and true view of the financial position and the operating results of the Company and is free of false representations, misleading statements and material omissions.

### (iii) Internal Control

Based on the relevant regulations of the Company Law and the Articles of Association together with its actual condition, the Company established a comprehensive internal management and internal control system, which ensures the normal operation of the Company. The Company has a complete internal control organization and an internal audit department with sufficient staff to ensure full and effective implementation and supervision of the Company.

## II. 報告期內監事會意見

### (i) 運作的合規性

本公司董事會和高級管理層嚴格按照公司法和組織章程細則的規定運作，勤勉盡責，科學合理地決策，認真貫徹落實股東大會的各項決議案，監事會並無知悉任何違法行為或損害本公司利益的行為。

### (ii) 本公司財務狀況

監事會審閱並同意本公司截至2023年12月31日止年度經審核綜合財務報表，認為本公司財務報表客觀、真實地反映了本公司財務狀況和經營業績，不存在虛假、誤導性陳述及重大遺漏。

### (iii) 內部控制

基於公司法和組織章程細則的相關規定及本公司實際情況，本公司建立了完善的內部管理和內部控制制度，保障了本公司的正常運營。本公司擁有完整的內部控制組織和內部審核部門，配備充足的人員，以確保本公司全面有效地執行和監督。



## REPORT OF THE SUPERVISORS 監事會報告

### (iv) Integrity and Self-discipline

The Directors and senior management of the Company strictly regulated themselves to abide by the laws and regulations with honesty and self-discipline, and no illegal acts due to personal interests were found.

### (iv) 誠實自律

董事及本公司高級管理層嚴格規範自身，遵守法律法規，誠實自律，並無任何因個人利益而引發的違法行為。

### III. WORK PLAN FOR 2024

The Board of Supervisors will further regulate the work of the Board of Supervisors in accordance with the Company Law, the Articles of Association as well as relevant laws and regulations, reinforce its supervision and safeguard the interests of the Company and its Shareholders:

- (1) Attend general meetings of the Shareholders of the Company and pay close attention to the operation of the general meetings as well as the Company's business decisions to ensure normal operation of the Company.
- (2) Attend the meetings of Board of Directors of the Company and continue to actively participate in various work meetings organized and convened by the Company to keep abreast of the operation of the Board of Directors and the development of the Company's operation to ensure the standardized operation of the Company.
- (3) Further reinforce the supervision and inspection of the financial position of the Company.
- (4) Supervise the compliance and due diligence of the Directors and senior management of the Company.

### III. 2024年工作計劃

監事會將根據公司法、組織章程細則及相關法律法規的規定，進一步規範自身工作，加強監督，維護本公司及其股東權益：

- (1) 出席本公司的股東大會，密切關注股東大會的運作情況和本公司的經營決策，確保本公司正常營運。
- (2) 出席本公司的董事會會議，繼續積極參加本公司組織召開的各項工作會議，及時瞭解董事會運作情況和本公司營運發展狀況，確保本公司規範運作。
- (3) 進一步加強對本公司財務狀況的監督檢查。
- (4) 監督董事和本公司高級管理層的合規情況和盡職調查。

The Board of Supervisors  
**Beijing Airdoc Technology Co., Ltd.**  
March 27, 2024

北京鷹瞳科技發展股份有限公司  
監事會  
2024年3月27日

# INDEPENDENT AUDITOR'S REPORT

## 獨立核數師報告



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### To the shareholders of Beijing Airdoc Technology Co., Ltd.

*(Incorporated in the People's Republic of China with limited liability)*

### 致北京鷹瞳科技發展股份有限公司的股東

*(於中華人民共和國註冊成立的有限公司)*

## OPINION

We have audited the consolidated financial statements of Beijing Airdoc Technology Co., Ltd. (the “**Company**”) and its subsidiaries (the “**Group**”) set out on pages 227 to 387, which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (“**IFRSs**”) issued by the International Accounting Standards Board (“**IASB**”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

## 意見

本核數師(以下簡稱「我們」)已審計列第227至387頁所載的北京鷹瞳科技發展股份有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)的綜合財務報表，此財務報表包括於2023年12月31日的綜合財務狀況表及截至該日止年度的綜合損益表、綜合收益報表、綜合權益變動表及綜合現金流量表，以及綜合財務報表附註，包括重大會計政策資料。

我們認為，該等綜合財務報表已根據國際會計準則理事會(「國際會計準則理事會」)頒佈的《國際財務報告準則》(「《國際財務報告準則》」)真實而中肯地反映貴集團於2023年12月31日的綜合財務狀況及其截至該日止年度的綜合財務表現及其綜合現金流量，並已根據香港《公司條例》的披露規定妥為擬備。

# INDEPENDENT AUDITOR'S REPORT

## 獨立核數師報告

### BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing (“**HKSAs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). Our responsibilities under those standards are further described in the *Auditor’s responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA’s *Code of Ethics for Professional Accountants* (the “**Code**”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor’s responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

### 意見的基礎

我們已根據香港會計師公會（「香港會計師公會」）頒佈的《香港審計準則》（「香港審計準則」）進行審計。我們就該等準則須承擔的責任在本報告「核數師對審計綜合財務報表須承擔的責任」一節進一步說明。根據香港會計師公會頒佈的《專業會計師道德守則》（「守則」），我們獨立於貴集團，並已履行守則中的其他專業道德責任。我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

### 關鍵審計事項

關鍵審計事項乃我們根據專業判斷，認為對當期綜合財務報表審計最為重要的事項。該等事項是在我們審計整體綜合財務報表及出具意見時進行處理的，我們不對該等事項單獨發表意見。就以下各事項而言，我們的審計如何處理該事項的描述已在各事項中說明。

我們已經履行了本報告「核數師對審計綜合財務報表須承擔的責任」一節闡述的責任，包括與這些事項相關的責任。相應地，我們的審計工作包括執行為應對評估的綜合財務報表重大錯誤陳述風險而設計的審計程序。我們執行審計程序的結果，包括應對下述事項所執行的程序，為綜合財務報表整體發表審計意見提供了基礎。



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#### KEY AUDIT MATTERS (continued)

#### 關鍵審計事項(續)

##### Key audit matter

##### 關鍵審計事項

##### Revenue recognition

##### 收入確認

The Group's revenue was primarily derived from the provision of integrated solutions of artificial intelligence (AI)-based software and hardware as follows:

貴集團的收入主要來自提供基於人工智能的軟件一體化解決方案，具體如下：

Provision of artificial intelligence (AI)-based software solutions, revenue from subscription contracts with a predetermined number of transactions or a fixed fee for each transaction is recognised, using the unit price agreed in the contract multiplied by the number of transactions provided. Revenue from the subscription contracts with an unlimited number of transactions is recognised on a straight-line basis during the subscription period.

源自具有預定交易次數或每次交易支付固定費用的訂閱合約的收入在提供人工智能軟件解決方案時使用合約協定的單價乘以提供的交易次數進行確認。交易數量不受限制的訂閱合約的收入於訂閱期內按直線法確認。

Sale of hardware devices, revenue is recognised upon transfer of control. Revenue is recognised at the point of time, when the hardware is delivered to the customer's designated place, inspected, and accepted by the customer.

銷售硬件設備時，在控制權轉移時確認收入。在硬件交付到客戶指定地點，由客戶檢查及驗收時確認收入。

##### How our audit addressed the key audit matter

##### 我們的審計如何處理關鍵審計事項

Our audit procedures to assess the recognition of revenue from the provision of artificial intelligence (AI)-based software and hardware during the year included the following:

我們評估本年度提供基於人工智能的軟件及硬件收入確認的審計程序包括以下：

- Obtained an understanding of, evaluated and tested, on a sampling basis, the Group's relevant controls in relation to revenue recognition;  
按抽樣基準了解、評估並測試 貴集團有關收入確認的相關監控；
- Inspected sales contracts, on a sample basis, to identify terms and conditions relating to the transfer of control and assessing the Group's timing of revenue recognition with reference to the requirements of prevailing accounting standards;  
按抽樣基準檢查銷售合約，確定與控制權轉移相關的條款和條件，並參考現行會計準則的要求評估 貴集團的收入確認時間；
- On a sample basis, agreed the underlying information, including the contract price, subscription period and number of transactions in calculating the revenue recognised during the year to the subscription contracts and acknowledgement of services with customers, and recalculated the related revenue;  
抽樣比對相關資料(包括計算年內所確認收入的合約價格、訂閱期及交易次數)和與客戶的訂閱合約及服務收據；及重新計算相關收入；

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## 獨立核數師報告

### KEY AUDIT MATTERS *(continued)*

### 關鍵審計事項 *(續)*

#### Key audit matter

#### 關鍵審計事項

#### Revenue recognition *(continued)*

#### 收入確認 *(續)*

We identified the recognition of revenue as a key audit matter because revenue is one of the key performance indicators of the Group and is, therefore, subject to possible manipulation through the timing of revenue recognition to meet targets or expectations.

我們將收入確認識別為一項關鍵審計事項，因為收入乃 貴集團的主要表現指標之一，因此有可能通過操縱收入確認時間來達成目標或期望。

Specific disclosures about revenue recognition are included in note 2.4 “Material accounting policies” and note 5 “Revenue” to the consolidated financial statements.

有關收入確認的具體披露載於綜合財務報表附註 2.4「重大會計政策」及附註5「收入」。

#### How our audit addressed the key audit matter

#### 我們的審計如何處理關鍵審計事項

- Obtained confirmations, on a sampling basis, from customers to confirm the contract price and number of transactions provided during the year;

抽樣取得客戶的確認函，以確認年內提供的合約價格及交易次數；

- Tested the transactions, on a sampling basis, by examining the relevant supporting documents, including contracts or customer orders, customers’ acceptance notes and etc. to assess whether revenue was properly recognised;

通過檢查相關證明文件，包括合約或客戶訂單、客戶承兌票據等，按抽樣基準對交易進行測試，以評估收入是否妥為確認；

- Tested transactions recorded before and after the end of the reporting period, on a sampling basis, by tracing to the supporting documents, including the relevant customers’ acceptance notes, etc. to assess whether revenue was recognised in the correct reporting period; and through tracing relevant customers’ acceptance notes and other supporting documents, etc. to assess whether revenue was recognised in the correct reporting period; and through tracing relevant customers’ acceptance notes and other supporting documents, etc. to assess whether revenue was recognised in the correct reporting period; and through tracing relevant customers’ acceptance notes and other supporting documents, etc. to assess whether revenue was recognised in the correct reporting period; and

- Evaluated the adequacy and accuracy of the Group’s disclosures about revenue recognition.

評估 貴集團有關收入確認的披露的充分性及準確性。

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### 獨立核數師報告

#### KEY AUDIT MATTERS (continued)

#### 關鍵審計事項(續)

##### Key audit matter

##### 關鍵審計事項

##### *Impairment of goodwill and intangible assets*

##### 商譽及無形資產減值

The goodwill and intangible assets of the Group, acquired in the acquisition in 2023, were RMB126,243,000 and RMB92,000,000 as at 31 December 2023, respectively.

截至2023年12月31日，貴集團於2023年在收購事項中獲得的商譽及無形資產分別為人民幣126,243,000元及人民幣92,000,000元。

The management of the Group performed an impairment test regarding a cash-generating unit (“CGU”) and has involved an independent third party valuer to assist in performing the impairment test. The assumptions applied in the impairment test required significant management estimates, including revenue growth rate, gross profit margin and discount rate. There are significant uncertainties in these estimates, which are affected by management’s judgement on the future market and economic environment, and the recoverable amount of the CGU can be affected by the adoption of different estimates and assumptions.

貴集團管理層就現金產生單位（「現金產生單位」）進行了減值測試，並聘請獨立第三方估值師協助進行減值測試。減值測試中採用的假設需要管理層作出重大估計，包括收入增長率、毛利率及貼現率。該等估計存在重大不確定性，受管理層對未來市場及經濟環境的判斷影響，而採用不同估計及假設可能會影響現金產生單位的可收回金額。

##### How our audit addressed the key audit matter

##### 我們的審計如何處理關鍵審計事項

Our audit procedures in relation to the impairment of goodwill and intangible assets included, among others:

我們關於商譽及無形資產減值的審計程序包括（其中包括）：

- Evaluated the reasonableness of the determination of the CGUs to which the goodwill and intangible assets are allocated; 評估釐定商譽及無形資產所分配的現金產生單位的合理性；
- Evaluated the competence, capabilities and independence of the independent third party valuer engaged by management and involving our internal valuation specialists to assist us in evaluating the methodologies and the discount rate used by management and the external valuer for determining the recoverable amount; 評估管理層聘用的獨立第三方估值師的能力、實力及獨立性，聘請內部估值專家協助我們評價管理層及外部估值師就釐定可收回金額所用的方法及貼現率；
- Evaluated the appropriateness of the discount rate by comparing to similar companies in the same industry and same economic environment; 通過與同行業、同經濟環境下的同類公司進行比較，評估貼現率的適當性；



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### KEY AUDIT MATTERS (continued)

### 關鍵審計事項(續)

#### Key audit matter

#### 關鍵審計事項

*Impairment of goodwill and intangible assets (continued)*

商譽及無形資產減值(續)

#### How our audit addressed the key audit matter

#### 我們的審計如何處理關鍵審計事項

This was a key audit matter due to the magnitude, the complexity, and management's estimates involved in the impairment test.

由於減值測試涉及重要性、複雜程度及管理層估計，故此乃關鍵審計事項。

The accounting policies and related disclosures are included in note 2.4 "Material accounting policies", note 15 "Goodwill" and note 16 "Other intangible assets" to the consolidated financial statements.

會計政策及相關披露載於綜合財務報表附註2.4「重大會計政策」、附註15「商譽」及附註16「其他無形資產」。

- Evaluated the appropriateness of key assumptions and estimates including revenue growth rate and gross margin rate by comparing with historical data and future forecast of the CGU;

通過與現金產生單位的歷史數據及未來預測進行比較，評估包括收入增長率及毛利率在內的關鍵假設及估計的適當性；

- Evaluated the sensitivity of key assumptions by assessing the changes to the recoverable amounts of the CGUs resulting from changes in these assumptions; and

通過評估該等假設的變化導致的現金產生單位可收回金額的變化來評估關鍵假設的敏感度；及

- Assessed the adequacy of the disclosures in the consolidated financial statements.

評估綜合財務報表中披露的充分性。

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#### OTHER INFORMATION INCLUDED IN THE ANNUAL REPORT

The directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRSs issued by the IASB and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

#### 納入年度報告的其他資料

貴公司董事對其他資料負責。其他資料包括年度報告中包含的資料，惟綜合財務報表及本核數師報告除外。

我們對綜合財務報表的意見不涵蓋其他資料，我們亦不對此發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他資料，並在此過程中考慮其他資料是否與綜合財務報表或我們在審計中所知存在重大出入或在其他方面存在重大錯誤陳述。倘根據我們已執行的工作，我們得出結論認為其他資料存在重大錯誤陳述，我們須報告該事實。我們並無此方面的相關報告。

#### 董事對綜合財務報表須承擔的責任

貴公司董事負責根據國際會計準則理事會頒佈的《國際財務報告準則》以及香港《公司條例》的披露規定編製真實而中肯的綜合財務報表，並對其認為為使綜合財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述所必需的內部控制負責。

## INDEPENDENT AUDITOR'S REPORT 獨立核數師報告

### RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS *(continued)*

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

### 董事對綜合財務報表須承擔的 責任 *(續)*

在編製綜合財務報表時，貴公司董事負責評估貴集團的持續經營能力，披露（如適用）與持續經營相關的事項並使用持續經營會計基礎，除非貴公司董事有意將貴集團清盤或停止經營，或別無其他實際的替代方案。

貴公司董事在審核委員會的協助下履行其監督貴集團財務報告程序的職責。

### 核數師對審計綜合財務報表須 承擔的責任

我們的目標是就綜合財務報表整體是否存在由於欺詐或錯誤導致的重大錯誤陳述獲取合理保證，並出具包含我們意見的核數師報告。本報告僅向整體股東報告，此外不可用作其他用途。我們不就本報告內容向任何其他人士負責或承擔責任。

合理保證是高水準的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期錯誤陳述單獨或匯總起來可能影響綜合財務報表使用者依賴財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。



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#### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS *(continued)*

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

#### 核數師對審計綜合財務報表須承擔的責任(續)

在根據《香港審計準則》進行審計的過程中，我們運用專業判斷，並保持專業懷疑態度。我們亦：

- 識別和評估是否由於欺詐或錯誤導致的綜合財務報表重大錯誤陳述風險；設計和實施審計程序以應對該等風險，並獲取充分、適當的審計憑證，作為發表審計意見的依據。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 瞭解與審計相關的內部控制，以設計適當的審計程序，但目的並非對貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

## INDEPENDENT AUDITOR'S REPORT 獨立核數師報告

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS *(continued)*

### 核數師對審計綜合財務報表須 承擔的責任(續)

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映有關交易和事項。
- 就貴集團內實體或業務活動的財務資料獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責貴集團審計的方向、監督和執行。我們僅對我們的審計意見承擔責任。

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

除其他事項外，我們與審核委員會溝通了計劃的審計範圍、時間安排以及重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

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### 獨立核數師報告

#### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS *(continued)*

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Wang Jun Ying.

**Ernst & Young**  
*Certified Public Accountants*  
Hong Kong

27 March 2024

#### 核數師對審計綜合財務報表須 承擔的責任 (續)

我們還向審核委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及為消除對獨立性產生威脅所採取的行動或防範措施（若適用）。

從與審核委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在本報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是王俊穎。

安永會計師事務所  
執業會計師  
香港

2024年3月27日



# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

## 綜合損益表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Notes 附註	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
REVENUE	收入	5	203,964	113,657
Cost of sales	銷售成本		(78,831)	(57,805)
Gross profit	毛利		125,133	55,852
Other income and gains	其他收入及收益	5	58,104	68,810
Selling and distribution expenses	銷售及分銷開支		(100,649)	(99,999)
Administrative expenses	行政開支		(98,981)	(71,639)
Impairment losses on financial assets	金融資產減值虧損	6	(7,663)	(8,441)
Research and development expenses	研發開支		(111,642)	(125,594)
Other losses	其他虧損	5	(9,616)	(1,290)
Finance costs	財務成本	7	(545)	(439)
LOSS BEFORE TAX	稅前虧損	6	(145,859)	(182,740)
Income tax credit	所得稅抵免	10	205	—
LOSS FOR THE YEAR	年度虧損		(145,654)	(182,740)
Attributable to:	以下人士應佔：			
Owners of the parent	母公司擁有人		(132,533)	(180,003)
Non-controlling interests	非控股權益		(13,121)	(2,737)
			(145,654)	(182,740)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	母公司普通權益持有人應佔的每股虧損			
Basic and diluted (expressed in RMB)	基本及攤薄 (以人民幣列示)	12	(1.28)	(1.75)

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 綜合收益報表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
LOSS FOR THE YEAR	年度虧損	(145,654)	(182,740)
OTHER COMPREHENSIVE INCOME/ (LOSS)	其他綜合收益/(虧損)		
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:	其後可重新分類至損益的 其他綜合收益：		
Exchange differences on translation of the financial statements of a subsidiary	換算一家附屬公司的財務 報表時所產生的匯兌 差額	104	343
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:	其後不會重新分類至損益 的其他綜合虧損：		
Equity investments designated at fair value through other comprehensive income:	指定為以公允價值計量且 其變動計入其他綜合收 益的權益投資：		
Changes in fair value	公允價值變動	(1,274)	(333)
OTHER COMPREHENSIVE (LOSS)/ INCOME FOR THE YEAR, NET OF TAX	年內其他綜合(虧損)/ 收益，經扣除稅項	(1,170)	10
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	年內綜合虧損總額	(146,824)	(182,730)
Attributable to:	以下人士應佔：		
Owners of the parent	母公司擁有人	(133,749)	(179,993)
Non-controlling interests	非控股權益	(13,075)	(2,737)
		(146,824)	(182,730)

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 綜合財務狀況表

31 DECEMBER 2023 2023年12月31日

		Notes	31 December 2023 2023年 12月31日 RMB'000 人民幣千元	31 December 2022 2022年 12月31日 RMB'000 人民幣千元
		附註		
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	13	17,994	24,158
Right-of-use assets	使用權資產	14	10,451	8,918
Goodwill	商譽	15	127,213	970
Other intangible assets	其他無形資產	16	93,934	5,858
Other financial assets	其他金融資產	20	148,413	20,319
Other non-current assets	其他非流動資產		4,980	3,914
<b>Total non-current assets</b>	<b>非流動資產總值</b>		<b>402,985</b>	<b>64,137</b>
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Inventories	存貨	17	40,134	29,571
Trade receivables	應收賬款	18	79,640	63,877
Prepayments, other receivables and other assets	預付款項、其他應收 款項及其他資產	19	17,439	19,386
Other financial assets	其他金融資產	20	163,837	144,734
Cash in transit for investment	用於投資的在途現金	21	49,579	—
Time deposits over three months	三個月以上的定期存款	22	37,519	—
Restricted bank deposits	受限制銀行存款	22	2,289	150,000
Cash and cash equivalents	現金及現金等價物	22	891,490	1,268,250
<b>Total current assets</b>	<b>流動資產總值</b>		<b>1,281,927</b>	<b>1,675,818</b>
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Trade payables	應付賬款	23	17,529	6,625
Other payables and accruals	其他應付款項及應計 費用	24	60,016	35,404
Contract liabilities	合約負債	25	23,726	18,197
Lease liabilities	租賃負債	14	8,622	4,085
Tax payable	應付稅項		344	354
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>110,237</b>	<b>64,665</b>
<b>NET CURRENT ASSETS</b>	<b>流動資產淨值</b>		<b>1,171,690</b>	<b>1,611,153</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>資產總值減流動負債</b>		<b>1,574,675</b>	<b>1,675,290</b>



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 綜合財務狀況表

31 DECEMBER 2023 2023年12月31日

		Notes	31 December 2023 2023年 12月31日 RMB'000 人民幣千元	31 December 2022 2022年 12月31日 RMB'000 人民幣千元
<b>NON-CURRENT LIABILITIES</b>				
	<b>非流動負債</b>			
Deferred tax liabilities	遞延稅項負債	27	11,939	—
Lease liabilities	租賃負債	14	752	3,928
Deferred income	遞延收入	26	4,200	—
Total non-current liabilities	非流動負債總額		16,891	3,928
Net assets	淨資產		1,557,784	1,671,362
<b>EQUITY</b>				
	<b>權益</b>			
<b>Equity attributable to owners of the parent</b>				
	<b>母公司擁有人應佔權益</b>			
Share capital	股本	28	103,568	103,568
Treasury shares	庫存股份	29	(10,442)	—
Reserves	儲備	30	1,447,257	1,562,557
			1,540,383	1,666,125
Non-controlling interests	非控股權益		17,401	5,237
Total equity	權益總額		1,557,784	1,671,362

**Zhang Dalei**

張大磊

Director

董事

**Wang Lin**

王林

Director

董事

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 綜合權益變動表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Attributable to owners of the parent 母公司擁有人應佔								
		Share capital	Share premium	Exchange reserve	Fair value reserve (non-recycling)	Other reserve	Accumulated losses	Total	Non-controlling interests	Total equity
		股本	股份溢價	匯兌儲備	公允價值儲備 (不可劃轉)	其他儲備	累計虧損	合計	非控股權益	權益總額
Notes		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
附註		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2022	於2022年1月1日	101,248	1,827,965	330	1,607	54,394	(165,558)	1,819,986	—	1,819,986
Loss for the year	年度虧損	—	—	—	—	—	(180,003)	(180,003)	(2,737)	(182,740)
Other comprehensive income/ (loss) for the year:	年內其他綜合收益/ (虧損):									
Change in fair value of equity investments at fair value through other comprehensive income, net of tax	以公允價值計量且其變動計入其他綜合收益的權益投資的公允價值變動(扣除稅項)	—	—	—	(333)	—	—	(333)	—	(333)
Exchange differences on translation of foreign operations	換算境外營運的匯兌差額	—	—	343	—	—	—	343	—	343
Total comprehensive loss for the year	年內綜合虧損總額	—	—	343	(333)	—	(180,003)	(179,993)	(2,737)	(182,730)
Contributions from shareholders	股東出資	28	2,320	—	—	—	—	2,320	—	2,320
Acquisition of subsidiaries	收購附屬公司	—	—	—	—	—	—	—	7,974	7,974
Equity-settled share-based transactions	以權益結算的股份支付交易	31	—	—	—	25,086	—	25,086	—	25,086
Other	其他	—	—	—	—	(1,274)	—	(1,274)	—	(1,274)
At 31 December 2022	於2022年12月31日	103,568	1,827,965	673	1,274	78,206	(345,561)	1,666,125	5,237	1,671,362

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 綜合權益變動表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Attributable to owners of the parent 母公司擁有人應佔									
		Share capital 股本	Treasury shares 庫存股份	Share premium* 股份溢價	Exchange reserve* 匯兌儲備	Fair value reserve (non-recycling)* 公允價值儲備 (不可劃轉)	Other reserve* 其他儲備	Accumulated losses* 累計虧損	Total 合計	Non-controlling interests 非控股權益	Total equity 權益總額
Notes 附註	RMB'000 人民幣千元										
	At 1 January 2023 於2023年1月1日	103,568	—	1,827,965	673	1,274	78,206	(345,561)	1,666,125	5,237	1,671,362
	Loss for the year 年度虧損	—	—	—	—	—	—	(132,533)	(132,533)	(13,121)	(145,654)
	Other comprehensive income/(loss) for the year: 年內其他綜合收益/(虧損):										
	Change in fair value of equity investments at fair value through other comprehensive income, net of tax 以公允價值計量且其變動計入其他綜合收益的權益投資的公允價值變動(扣除稅項)	—	—	—	—	(1,274)	—	—	(1,274)	—	(1,274)
	Exchange differences on translation of foreign operations 換算境外營運的匯兌差額	—	—	—	58	—	—	—	58	46	104
	Total comprehensive loss for the year 年內綜合虧損總額	—	—	—	58	(1,274)	—	(132,533)	(133,749)	(13,075)	(146,824)
	Treasury shares purchased 已購買庫存股份	—	(10,442)	—	—	—	—	—	(10,442)	—	(10,442)
	Acquisition of subsidiaries 收購附屬公司	32	—	—	—	—	—	—	—	23,894	23,894
	Equity-settled share-based transactions 以權益結算的股份支付交易	31	—	—	—	—	18,449	—	18,449	—	18,449
	Contributions from a non-controlling shareholder 非控股股東出資	—	—	—	—	—	—	—	—	1,345	1,345
	At 31 December 2023 於2023年12月31日	103,568	(10,442)	1,827,965	731	—	96,655	(478,094)	1,540,383	17,401	1,557,784

\* These reserve accounts comprise the consolidated reserves of RMB1,447,257,000 (2022: RMB1,562,557,000) in the consolidated statement of financial position as at 31 December 2023.

\* 截至2023年12月31日，該等儲備帳戶包括綜合財務狀況表中的綜合儲備人民幣1,447,257,000元(2022年：人民幣1,562,557,000元)。



# CONSOLIDATED STATEMENT OF CASH FLOWS

## 綜合現金流量表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Notes 附註	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動所得現金流量			
Loss before tax	稅前虧損		(145,859)	(182,740)
Adjustments for:	就以下各項進行調整：			
Finance costs	財務成本	7	545	439
Interest income	利息收入	5	(13,024)	(9,142)
Depreciation of property, plant and equipment	物業、廠房及設備 折舊	6	17,140	15,774
Amortisation of other intangible assets	其他無形資產攤銷	6	6,424	131
Depreciation of right-of-use assets	使用權資產折舊	6	8,388	6,760
Loss on disposal of items of property, plant and equipment	出售物業、廠房及 設備項目的虧損	5	4,372	1,290
Loss on termination of the lease contracts	終止租賃合約的虧損	5	116	—
Provision for impairment of trade receivables	應收賬款減值撥備	6	9,682	5,440
Provision for impairment of other receivables	其他應收款項減值 撥備	6	971	11
Foreign exchange gains, net	匯兌收益淨額	5	(3,437)	(35,271)
Fair value gains on financial assets at fair value through profit or loss	以公允價值計量且其 變動計入當期損益 的金融資產的公允 價值收益	5	(6,691)	(16,248)
Investment income from financial assets	金融資產投資收入	5	(33,218)	—
Equity-settled share-based transactions	以權益結算的股份 支付交易	6	18,449	25,086
			(136,142)	(188,470)

## CONSOLIDATED STATEMENT OF CASH FLOWS

### 綜合現金流量表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
(Increase)/decrease in inventories	存貨(增加)/減少	397	(17,101)
Increase in trade receivables	應收賬款增加	(22,477)	(35,274)
Decrease in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減少	3,612	818
Increase in other non-current assets	其他非流動資產增加	(646)	(1,971)
(Decrease)/increase in trade payables	應付賬款(減少)/增加	(1,394)	625
Increase in other payables and accruals	其他應付款項及應計費用增加	13,752	695
Increase in contract liabilities	合約負債增加	5,529	1,119
Increase in deferred income	遞延收入增加	4,200	—
Decrease/(increase) in restricted bank deposits	受限制銀行存款減少/(增加)	150,636	(150,000)
Cash generated from/(used in) operations	經營所得/(所用)現金	17,467	(389,559)
Interest received	已收利息	6,002	9,142
Income tax paid	已繳所得稅	(98)	(26)
Net cash flows from/(used in) operating activities	經營活動所得/(所用)現金流量淨額	23,371	(380,443)

# CONSOLIDATED STATEMENT OF CASH FLOWS

## 綜合現金流量表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Notes 附註	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Net cash flows from/(used in) operating activities	經營活動所得/(所用)現金流量淨額		23,371	(380,443)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>投資活動所得現金流量</b>			
Proceeds from disposal of items of property, plant and equipment	出售物業、廠房及設備項目所得款項		—	204
Proceeds from disposal of other financial assets	出售其他金融資產所得款項		3,040,903	2,052,112
Proceeds from disposal of time deposits over three months	出售超過三個月的定期存款所得款項		56,298	—
Purchases of items of property, plant and equipment	購買物業、廠房及設備項目		(15,348)	(9,302)
Purchase of other intangible assets	購買其他無形資產		—	(2,808)
Cash in transit for investment	用於投資的在途現金		(49,579)	—
Purchase of other financial assets	購買其他金融資產		(3,149,465)	(2,197,643)
Purchase of time deposits over three months	購買超過三個月的定期存款		(89,720)	—
Acquisition of subsidiaries	收購附屬公司	32	(176,810)	3,010
Prepayment for purchase of other non-current assets	購買其他非流動資產的預付款項		(1,420)	—
Net cash flows used in investing activities	投資活動所用現金流量淨額		(385,141)	(154,427)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>融資活動所得現金流量</b>			
Principal portion of lease payments	租賃付款的本金部分	14	(9,221)	(7,470)
Listing expense paid	已付上市開支	33(b)	(213)	(11,993)
Capital contributions from a non-controlling shareholder	非控股股東的出資		1,345	—
Treasury shares purchased	已購買的庫存股份	29	(10,442)	—
Capital contributions received from share-based payment schemes	股份支付計劃的出資	28	—	2,320
Net cash flows used in financing activities	融資活動所用現金流量淨額		(18,531)	(17,143)



## CONSOLIDATED STATEMENT OF CASH FLOWS

### 綜合現金流量表

YEAR ENDED 31 DECEMBER 2023 截至2023年12月31日止年度

		Notes 附註	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物減少淨額		(380,301)	(552,013)
Cash and cash equivalents at beginning of year	年初現金及現金等價物		1,268,250	1,784,648
Effect of foreign exchange rate changes, net	外匯匯率變動的影響，淨額		3,541	35,615
CASH AND CASH EQUIVALENTS AT END OF YEAR	年末的現金及現金等價物		891,490	1,268,250
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及現金等價物結餘分析			
Cash and bank balances	現金及銀行結餘	22	931,298	1,418,250
Time deposits with maturity over three months	到期日超過三個月的定期存款	22	(37,519)	—
Restricted bank deposits	受限制銀行存款	22	(2,289)	(150,000)
Cash and cash equivalents as stated in the consolidated statement of financial position	呈列於綜合財務狀況表的現金及現金等價物	22	891,490	1,268,250
Cash and cash equivalents as stated in the consolidated statement of cash flows	呈列於綜合現金流量表的現金及現金等價物		891,490	1,268,250

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 1. CORPORATE AND GROUP INFORMATION

Beijing Airdoc Technology Co., Ltd. (the “**Company**”) was established as a limited liability company in the People’s Republic of China (the “**PRC**”) on 9 September 2015. The Company was converted from a limited liability company into a joint stock limited liability company on 28 December 2020. The Company was listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 5 November 2021.

The Company and its subsidiaries (together, the “**Group**”) are primarily focusing on providing AI-empowered retina-based early detection, diagnosis and health risk assessment solutions.

#### Information about subsidiaries

Particulars of the Company’s principal subsidiaries are as follows:

Name 名稱	Place of incorporation and operations 註冊成立及經營地點	Nominal value of issued ordinary/registered share capital 已發行普通股/註冊股本面值	Percentage of equity attributable to the Company 本公司應佔權益百分比		Principal activities 主要業務
			Direct 直接	Indirect 間接	
Shanghai Airdoc Medical Technology Co., Ltd. (上海鷹瞳醫療科技有限公司)	PRC/Chinese Mainland	RMB10,000,000	100%	—	Sale of hardware devices and provision of AI-based software solutions
上海鷹瞳醫療科技有限公司	中國/中國內地	人民幣 10,000,000元	100%	—	銷售硬件設備及提供基於人工智能的軟件解決方案
Beijing Airdoc Health Technology Co., Ltd. (北京鷹瞳健康科技有限公司)	PRC/Chinese Mainland	RMB10,000,000	—	100%	Sale of hardware devices and provision of AI-based software solutions
北京鷹瞳健康科技有限公司	中國/中國內地	人民幣 10,000,000元	—	100%	銷售硬件設備及提供基於人工智能的軟件解決方案

### 1. 公司及集團資料

北京鷹瞳科技發展股份有限公司(「本公司」)於2015年9月9日在中華人民共和國(「中國」)成立為有限責任公司。本公司於2020年12月28日由有限責任公司改制為股份有限公司。本公司於2021年11月5日在香港聯合交易所有限公司(「聯交所」)主板上市。

本公司及其附屬公司(統稱「本集團」)主要專注於提供人工智能視網膜影像識別的早期檢測、診斷及健康風險評估解決方案。

#### 附屬公司資料

本公司主要附屬公司詳情如下：

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 1. CORPORATE AND GROUP INFORMATION (continued)

#### Information about subsidiaries (continued)

Name 名稱	Place of incorporation and operation 註冊成立及經營地點	Nominal value of issued ordinary/registered share capital 已發行普通股/註冊股本面值	Percentage of equity attributable to the Company 本公司應佔權益百分比		Principal activities 主要業務
			Direct 直接	Indirect 間接	
Airdoc Technology (HK) Limited (愛道科技(香港)有限公司)	Hong Kong	USD2,000,000	100%	—	Sale of hardware devices and provision of AI-based software solutions
愛道科技(香港)有限公司	香港	2,000,000美元	100%	—	銷售硬件設備及提供基於人工智能的軟件解決方案
Changsha Airdoc Health Technology Co., Ltd. (長沙鷹瞳健康科技有限公司)	PRC/Chinese Mainland	RMB10,000,000	100%	—	Sale of hardware devices and provision of AI-based software solutions
長沙鷹瞳健康科技有限公司	中國/中國內地	人民幣 10,000,000元	100%	—	銷售硬件設備及提供基於人工智能的軟件解決方案
Beijing Airdoc Intelligence Medical Technology Co., Ltd. (北京鷹瞳智慧醫療科技有限公司)	PRC/Chinese Mainland	RMB10,000,000	100%	—	Sale of hardware devices and provision of AI-based software solutions
北京鷹瞳智慧醫療科技有限公司	中國/中國內地	人民幣 10,000,000元	100%	—	銷售硬件設備及提供基於人工智能的軟件解決方案
Beijing Airdoc Medical Technology Co., Ltd. (北京鷹瞳醫療科技有限公司)	PRC/Chinese Mainland	RMB10,000,000	100%	—	Sale of hardware devices and provision of AI-based software solutions
北京鷹瞳醫療科技有限公司	中國/中國內地	人民幣 10,000,000元	100%	—	銷售硬件設備及提供基於人工智能的軟件解決方案
Beijing Zhitong Technology Co., Ltd. (北京智瞳科技有限公司)	PRC/Chinese Mainland	RMB5,000,000	70%	—	Sale of hardware devices and provision of AI-based software solutions
北京智瞳科技有限公司	中國/中國內地	人民幣 5,000,000元	70%	—	銷售硬件設備及提供基於人工智能的軟件解決方案

### 1. 公司及集團資料(續)

#### 附屬公司資料(續)



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 1. CORPORATE AND GROUP INFORMATION (continued)

#### Information about subsidiaries (continued)

Name 名稱	Place of incorporation and operation 註冊成立及經營地點	Nominal value of issued ordinary/registered share capital 已發行普通股/註冊股本面值	Percentage of equity attributable to the Company 本公司應佔權益百分比		Principal activities 主要業務
			Direct 直接	Indirect 間接	
Beijing Mingren Shikang Technology Co., Ltd. (北京明仁視康科技有限公司)	PRC/Chinese Mainland	RMB1,000,000	—	70%	Sale of hardware devices and provision of AI-based software solutions
北京明仁視康科技有限公司	中國/中國內地	人民幣 1,000,000元	—	70%	銷售硬件設備及提供基於人工智能的軟件解決方案
Changsha Shiqi Technology Development Co., Ltd. (長沙視琦科技開發有限公司)	PRC/Chinese Mainland	RMB4,000,000	—	70%	Sale of hardware devices and provision of AI-based software solutions
長沙視琦科技開發有限公司	中國/中國內地	人民幣 4,000,000元	—	70%	銷售硬件設備及提供基於人工智能的軟件解決方案

The English names of these companies registered in the PRC represent the best effort made by the management of the Company to directly translate their Chinese names as these companies have not registered any official English names.

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Company and its subsidiaries. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

### 1. 公司及集團資料(續)

#### 附屬公司資料(續)

由於該等公司並無註冊任何官方英文名稱，因此該等公司在中國註冊的英文名稱代表本公司管理層為直接翻譯其中文名稱而做出的最大努力。

上表列明董事認為主要影響年度業績或佔本公司及其附屬公司資產淨值主要部分的本公司附屬公司。董事認為，提供其他附屬公司的詳情會導致詳情過長。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRSs”) (which include all International Financial Reporting Standards, International Accounting Standards (“IASs”) and Interpretations) issued by the International Accounting Standards Board (“IASB”) and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for equity investments and certain financial assets which have been measured at fair value. These financial statements are presented in RMB and all values are rounded to the nearest thousand except when otherwise indicated.

#### *Basis of consolidation*

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2023. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

## 2. 會計政策

### 2.1 編製基準

該等財務報表乃根據國際會計準則理事會（「國際會計準則理事會」）頒佈的《國際財務報告準則》（「《國際財務報告準則》」）（包括所有《國際財務報告準則》、《國際會計準則》（「《國際會計準則》」）及詮釋）及香港公司條例的披露規定編製。此等財務報表已根據歷史成本法編製，惟已按公允價值計量的權益投資及若干金融資產除外。此等財務報表以人民幣列值，除另有訂明者外，所有數值均四捨五入至最接近的千位。

#### *綜合基準*

綜合財務報表載有截至2023年12月31日止年度本公司及其附屬公司（統稱「本集團」）的財務報表。附屬公司為本公司直接或間接控制的實體（包括結構實體）。當本集團通過參與被投資方的相關活動而承擔可變回報的風險或享有可變回報，並且有能力運用對被投資方的權力（即本集團目前有能力主導被投資方的相關活動的現有權利）影響該等回報時，即取得控制權。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.1 BASIS OF PREPARATION (continued)

#### *Basis of consolidation (continued)*

Generally, there is a presumption that a majority of voting rights results in control. When the Company has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

## 2. 會計政策 (續)

### 2.1 編製基準 (續)

#### *綜合基準 (續)*

於一般情況下均存在多數投票權形成控制權之推定。倘本公司擁有少於被投資方大多數投票或類似權利的權利，則本集團於評估其是否擁有對被投資方的權力時會考慮一切相關事實及情況，包括：

- (a) 與被投資方其他投票持有人的合約安排；
- (b) 其他合約安排所產生的權利；及
- (c) 本集團的投票權及潛在投票權。

附屬公司所編製財務報表的報告期間與本公司的報告期間相同，並採用一致的會計政策。附屬公司業績自本集團取得控制權之日起合併計算，直至其控制權終止之日止。

損益及其他綜合收益的各組成部分乃歸屬於本集團母公司擁有人及非控股權益，即使此舉引致非控股權益結餘為負數。所有集團內公司間的資產及負債、權益、收入、開支及本集團成員公司間交易相關的現金流均於綜合入賬時悉數抵銷。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.1 BASIS OF PREPARATION (continued)

#### *Basis of consolidation (continued)*

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest and the exchange reserve; and recognises the fair value of any investment retained and any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

## 2. 會計政策 (續)

### 2.1 編製基準 (續)

#### *綜合基準 (續)*

倘事實及情況反映上文所述三項控制權因素其中一項或多項有變，則本集團會重估是否仍然控制被投資方。附屬公司擁有權權益的變動（並無失去控制權），作為權益交易列賬。

倘本集團失去一家附屬公司的控制權，則終止確認相關資產（包括商譽）、負債、任何非控股權益及匯兌儲備，而確認所保留任何投資的公允價值及損益中產生的任何盈虧。先前於其他綜合收益內確認的本集團應佔部分已按猶如本集團已直接出售相關資產或負債的相同基準重新分類為損益或保留溢利（如適當）。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following revised IFRSs for the first time for the current year's financial statements.

Amendments to IAS 1 and IFRS Practice Statement 2	<i>Disclosure of Accounting Policies</i>
Amendments to IAS 8	<i>Definition of Accounting Estimates</i>
Amendments to IAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>
Amendments to IAS 12	<i>International Tax Reform – Pillar Two Model Rules</i>

## 2. 會計政策 (續)

### 2.2 會計政策變動及披露

本集團於本年度財務報表首次採納以下經修訂《國際財務報告準則》。

《國際會計準則》第1號及《國際財務報告準則》實務公告第2號 (修訂本)	會計政策的披露
《國際會計準則》第8號 (修訂本)	會計估計的定義
《國際會計準則》第12號 (修訂本)	與單一交易產生的資產及負債相關的遞延稅項
《國際會計準則》第12號 (修訂本)	國際稅務改革 – 支柱二立法模版

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and the impact of the revised IFRSs that are applicable to the Group are described below:

- (a) Amendments to IAS 1 require entities to disclose their material accounting policy information rather than their significant accounting policies. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Amendments to IFRS Practice Statement 2 *Making Materiality Judgements* provide non-mandatory guidance on how to apply the concept of materiality to accounting policy disclosures. The amendments have had an impact on the Group's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's financial statements.
- (b) Amendments to IAS 8 clarify the distinction between changes in accounting estimates and changes in accounting policies. Accounting estimates are defined as monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify how entities use measurement techniques and inputs to develop accounting estimates. Since the Group's approach and policy align with the amendments, the amendments had no impact on the Group's financial statements.

## 2. 會計政策(續)

### 2.2 會計政策變動及披露(續)

適用於本集團的經修訂《國際財務報告準則》的性質及影響如下：

- (a) 《國際會計準則》第1號(修訂本)要求實體披露彼等的重要會計政策資料而非主要會計政策。倘連同實體財務報表內其他資料一併考慮，會計政策資料可合理預期會影響通用目的財務報表的主要使用者基於該等財務報表作出的決策，則該資料屬重要。《國際財務報告準則》實務報告第2號(修訂本)「作出有關重要性之判斷」就如何將重要性概念應用於會計政策披露提供非強制性指引。該等修訂影響本集團的會計政策披露，但對本集團財務報表中任何項目的計量、確認或列報並無影響。
- (b) 《國際會計準則》第8號(修訂本)澄清了會計估計變更與會計政策變更之間的區別。會計估計定義為財務報表中受計量不確定性影響的貨幣金額。該等修訂亦澄清實體如何使用計量技術及輸入數據作出會計估計。由於本集團的方法及政策與修訂一致，因此該等修訂對本集團的財務報表並無影響。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and the impact of the revised IFRSs that are applicable to the Group are described below: (continued)

- (c) Amendments to IAS 12 *Deferred Tax related to Assets and Liabilities arising from a Single Transaction* narrow the scope of the initial recognition exception in IAS 12 so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences, such as leases and decommissioning obligations. Therefore, entities are required to recognise a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability for temporary differences arising from these transactions. The Group has applied the amendments on temporary differences related to leases as at 1 January 2022, with any cumulative effect recognised as an adjustment to the balance of retained profits or other component of equity as appropriate at that date. In addition, the Group has applied the amendments prospectively to transactions other than leases that occurred on or after 1 January 2022, if any.

## 2. 會計政策 (續)

### 2.2 會計政策變動及披露 (續)

適用於本集團的經修訂《國際財務報告準則》的性質及影響如下：(續)

- (c) 《國際會計準則》第12號(修訂本)「與單一交易產生的資產及負債相關的遞延稅項」縮小了《國際會計準則》第12號初始確認豁免的範圍，使其不再適用於產生同等應課稅及可扣減暫時性差異的交易，如租賃及棄置義務。因此，實體須就該等交易產生的暫時性差異確認遞延稅項資產(前提是有足夠的應課稅溢利)及遞延稅項負債。本集團已對截至2022年1月1日的租賃有關的暫時性差額應用該修訂本，任何累計影響確認為當日對保留溢利或權益其他組成部分(倘適用)結餘的調整。此外，本集團已將該修訂本前瞻性地應用於2022年1月1日或之後發生的除租賃以外的交易(如有)。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and the impact of the revised IFRSs that are applicable to the Group are described below: (continued)

(c) (continued)

Prior to the initial application of these amendments, the Group applied the initial recognition exception and did not recognise a deferred tax asset and a deferred tax liability for temporary differences for transactions related to leases. Upon initial application of these amendments, the Group recognised (i) a deferred tax asset for all deductible temporary differences associated with lease liabilities (provided that sufficient taxable profit is available) and (ii) a deferred tax liability for all taxable temporary differences associated with right-of-use assets as at 1 January 2022.

The adoption of amendments to IAS 12 did not have any impact on the Group's financial statements.

The adoption of amendments to IAS 12 did not have any impact on the basic and diluted loss per share attributable to ordinary equity holders of the parent, other comprehensive income, and the consolidated statements of cash flows for the years ended 31 December 2023 and 2022.

## 2. 會計政策(續)

### 2.2 會計政策變動及披露(續)

適用於本集團的經修訂《國際財務報告準則》的性質及影響如下：(續)

(c) (續)

於首次應用該等修訂之前，本集團已應用初始確認豁免的範圍，且並無就租賃相關交易的暫時性差異確認遞延稅項資產及遞延稅項負債。於首次應用該等修訂時，本集團確認(i)與租賃負債相關的所有可扣除暫時性差額的遞延稅項資產(前提是有足夠的應課稅溢利)及(ii)截至2022年1月1日與使用權資產相關的所有應課稅暫時性差額的遞延稅項負債。

採納《國際會計準則》第12號(修訂本)並未對本集團的財務報表產生任何影響。

採納《國際會計準則》第12號(修訂本)並未對截至2023年及2022年12月31日止年度母公司普通權益持有人應佔基本及攤薄每股虧損、其他綜合收益及綜合現金流量表產生任何影響。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and the impact of the revised IFRSs that are applicable to the Group are described below: (continued)

- (d) Amendments to IAS 12 *International Tax Reform – Pillar Two Model Rules* introduce a mandatory temporary exception from the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development. The amendments also introduce disclosure requirements for the affected entities to help users of the financial statements better understand the entities' exposure to Pillar Two income taxes, including the disclosure of current tax related to Pillar Two income taxes separately in the periods when Pillar Two legislation is effective and the disclosure of known or reasonably estimable information of their exposure to Pillar Two income taxes in periods in which the legislation is enacted or substantively enacted but not yet in effect. The Group has applied the amendments retrospectively. Since the Group did not fall within the scope of the Pillar Two model rules, the amendments did not have any impact to the Group.

## 2. 會計政策 (續)

### 2.2 會計政策變動及披露 (續)

適用於本集團的新訂及經修訂《國際財務報告準則》的性質及影響如下：(續)

- (d) 《國際會計準則》第12號(修訂本)「國際稅務改革 – 支柱二立法模版」引入因實施經濟合作及發展組織公佈的支柱二立法模版而產生的遞延稅項確認及披露的強制性暫時豁免。該修訂本還為受影響的實體引入了披露要求，以幫助財務報表使用者更好地了解實體面臨的支柱二所得稅風險，包括在支柱二立法生效期間單獨披露與支柱二所得稅相關的當期稅項，以及在立法已頒佈或實質上已頒佈但尚未生效期間披露其面臨的支柱二所得稅風險的已知或可合理估計的信息。本集團已追溯應用該等修訂。由於本集團不屬於支柱二立法模版範圍，因此該修訂對本集團並無任何影響。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS

The Group has not applied the following revised IFRSs, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these revised IFRSs, if applicable, when they become effective.

Amendments to IFRS 10 and IAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i> <sup>3</sup>
Amendments to IFRS 16	<i>Lease Liability in a Sale and Leaseback</i> <sup>1</sup>
Amendments to IAS 1	<i>Classification of Liabilities as Current or Non-current (the “2020 Amendments”)</i> <sup>1</sup>
Amendments to IAS 1	<i>Non-current Liabilities with Covenants (the “2022 Amendments”)</i> <sup>1</sup>
Amendments to IAS 7 and IFRS 7	<i>Supplier Finance Arrangements</i> <sup>1</sup>
Amendments to IAS 21	<i>Lack of Exchangeability</i> <sup>2</sup>

## 2. 會計政策(續)

### 2.3 已頒佈但尚未生效的《國際財務報告準則》

本集團並無於該等財務報表採納以下已頒佈但尚未生效的新訂及經修訂《國際財務報告準則》。本集團擬於該等經修訂《國際財務報告準則》(倘適用)生效時採納。

《國際財務報告準則》第10號及國際會計準則第28號(修訂本)	投資者與其聯營公司或合營企業之間的資產出售或注資 <sup>3</sup>
《國際財務報告準則》第16號(修訂本)	出售及租回中的租賃負債 <sup>1</sup>
《國際會計準則》第1號(修訂本)	負債分類為流動或非流動(「2020年修訂」) <sup>1</sup>
《國際會計準則》第1號(修訂本)	附帶契諾的非流動負債(「2022年修訂」) <sup>1</sup>
《國際會計準則》第7號及《國際財務報告準則》第7號(修訂本)	供應商融資安排 <sup>1</sup>
《國際會計準則》第21號(修訂本)	缺乏可兌換性 <sup>2</sup>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS (continued)

- 1 Effective for annual periods beginning on or after 1 January 2024
- 2 Effective for annual periods beginning on or after 1 January 2025
- 3 No mandatory effective date yet determined but available for adoption

Further information about those IFRSs that are expected to be applicable to the Group is described below.

## 2. 會計政策 (續)

### 2.3 已頒佈但尚未生效的《國際財務報告準則》(續)

- 1 於2024年1月1日或之後開始的年度期間生效
- 2 於2025年1月1日或之後開始的年度期間生效
- 3 強制生效日期待定，惟可供採納

預期將適用於本集團的該等《國際財務報告準則》之進一步資料如下。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 2. ACCOUNTING POLICIES (continued)

#### 2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS (continued)

Amendments to IFRS 10 and IAS 28 address an inconsistency between the requirements in IFRS 10 and in IAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss resulting from a downstream transaction when the sale or contribution of assets constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to IFRS 10 and IAS 28 was removed by the IASB. However, the amendments are available for adoption now. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to IFRS 16 specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. The amendments are effective for annual periods beginning on or after 1 January 2024 and shall be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16 (i.e., 1 January 2019). Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

### 2. 會計政策(續)

#### 2.3 已頒佈但尚未生效的《國際財務報告準則》(續)

《國際財務報告準則》第10號及《國際會計準則》第28號(修訂本)解決《國際財務報告準則》第10號及《國際會計準則》第28號之間對於投資者與其聯營公司或合資企業之間資產出售或注資的規定的不一致性。該等修訂本要求於資產出售或注資構成一項業務時，確認下游交易產生之全部收益或虧損。對於不構成業務的資產交易，交易所產生的收益或虧損以無關連的投資者於該聯營公司或合營企業的權益為限，於投資者的損益中確認。該等修訂本將前瞻性應用。國際會計準則理事會已剔除《國際財務報告準則》第10號及《國際會計準則》第28號(修訂本)的以往強制生效日期。然而，該等修訂本可於現時應用。該等修訂本預期不會對本集團的財務報表產生任何重大影響。

《國際財務報告準則》第16號(修訂本)訂明賣方 — 承租人於計量售後回租交易中產生的租賃負債時所採用的規定，以確保賣方 — 承租人不確認與其保留的使用權有關的任何損益。該等修訂本自2024年1月1日或之後開始的年度期間生效，並將追溯應用於《國際財務報告準則》第16號首次應用日期(即2019年1月1日)之後簽訂的售後回租交易。允許提早應用。該等修訂本預期不會對本集團的財務報表產生任何重大影響。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS (continued)

The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period. The amendments shall be applied retrospectively with early application permitted. An entity that applies the 2020 Amendments early is required to apply simultaneously the 2022 Amendments, and vice versa. The Group is currently assessing the impact of the amendments. Based on a preliminary assessment, the amendments are not expected to have any significant impact on the Group's financial statements.

## 2. 會計政策 (續)

### 2.3 已頒佈但尚未生效的《國際財務報告準則》(續)

2020年修訂澄清劃分負債為流動或非流動的規定，包括推遲結算權的含義，以及推遲結算權須於報告期末存在。負債的分類不受實體行使其權利延遲清償的可能性的影響。修訂本亦澄清，負債可由其自身的權益工具結算，只有當可轉換負債中的轉換選擇權本身作為權益工具入帳時，負債的條款才不會影響其分類。2022年修訂進一步明確，在貸款安排產生的負債契約中，只有實體於報告日期或之前必須遵守的契約才會影響該負債的流動或非流動分類。對於實體於報告期後12個月內必須遵守未來契約的非流動負債，需要進行額外披露。修訂應追溯應用，並允許提前應用。提前採納2020年修訂的實體須同時採納2022年修訂，反之亦然。本集團目前正在評估修訂的影響。根據初步評估，該等修訂本預期不會對本集團的財務報表產生任何重大影響。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS (continued)

Amendments to IAS 7 and IFRS 7 clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. Earlier application of the amendments is permitted. The amendments provide certain transition reliefs regarding comparative information, quantitative information as at the beginning of the annual reporting period and interim disclosures. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to IAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. Earlier application is permitted. When applying the amendments, an entity cannot restate comparative information. Any cumulative effect of initially applying the amendments shall be recognised as an adjustment to the opening balance of retained profits or to the cumulative amount of translation differences accumulated in a separate component of equity, where appropriate, at the date of initial application. The amendments are not expected to have any significant impact on the Group's financial statements.

## 2. 會計政策(續)

### 2.3 已頒佈但尚未生效的《國際財務報告準則》(續)

《國際會計準則》第7號及《國際財務報告準則》第7號(修訂本)闡明供應商融資安排的特點，並要求對此類安排進行額外披露。修訂本中的披露要求旨在幫助財務報表使用者瞭解供應商融資安排對實體負債、現金流量及流動資金風險的影響。准許提早應用有關修訂。該等修訂本為比較資料、截至年度報告期期初的定量資料及中期披露提供若干過渡性減免。該等修訂本預期不會對本集團的財務報表產生任何重大影響。

《國際會計準則》第21號(修訂本)列明實體應如何評估一種貨幣是否可兌換成另一種貨幣，以及在缺乏可兌換性的情況下，實體應如何估算計量日的即期匯率。該修訂本要求披露資料，使財務報表的使用者能夠瞭解貨幣不可兌換的影響。准許提早應用有關修訂。應用該修訂本時，實體不能重列比較資料。首次應用該等修訂的任何累計影響應確認為對首次應用日期保留溢利期初結餘或權益單獨部分累計的匯兌差額累計金額(如適用)的調整。該等修訂本預期不會對本集團的財務報表產生任何重大影響。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策

#### *Business combinations and goodwill*

#### *業務合併及商譽*

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

業務合併採用收購法入賬。轉讓的代價按收購日期的公允價值計量，即本集團向被收購方原擁有人所轉讓資產於收購日期之公允價值、本集團為被收購方原擁有人所承擔負債以及本集團為換取被收購方控制權所發行股權之總和。對於各項業務合併，本集團選擇是否按公允價值或按應佔被收購方可識別資產淨值的比例計量非控股權益。非控股權益的所有其他組成部分乃按公允價值計量。收購相關成本於產生時支銷。

The Group determines that it has acquired a business when the acquired set of activities and assets includes an input and a substantive process that together significantly contribute to the ability to create outputs.

當所收購的一系列活動及資產包括一項投入及一項實質性流程，共同對創造產出的能力作出重大貢獻時，本集團確定其已收購一項業務。

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

本集團收購業務時根據合約條款、收購日期的經濟狀況及相關條件評估所接收的金融資產及負債以作出適當分類及指定用途，其中包括分離被收購方主合約中的嵌入式衍生工具。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES (continued)

#### *Business combinations and goodwill (continued)*

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### *業務合併及商譽(續)*

若業務合併分階段進行，則先將前所持權益按收購日期的公允價值重新計量而所產生任何收益或虧損於損益中確認。

收購方所轉讓的任何或然代價將按收購日期的公允價值確認。分類為一項資產或負債之或然代價乃按公允價值計量，其公允價值變動於損益中確認。分類為權益的或然代價不會進行重新計量，其後結算於權益內列賬。

商譽初始按成本計量，即所轉讓代價、已確認非控股權益金額以及本集團先前所持被收購方權益的公允價值總額超出所收購可識別資產及所承擔負債之差額。倘該代價及其他項目總和低於所收購資產淨值的公允價值，則差額經重新評估後於損益確認為議價購買收益。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

### 2.4 重大會計政策 (續)

#### *Business combinations and goodwill (continued)*

#### *業務合併及商譽 (續)*

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

初步確認後，商譽按成本減任何累計減值虧損計量。商譽每年就減值進行測試，倘有事件或情況變化顯示賬面值可能出現減值跡象，則進行更為頻密之測試。本集團會對12月31日的商譽進行年度減值測試。就減值測試而言，業務合併中購入的商譽由收購日期起，被分配到預期將從合併的協同效應中受益的本集團各現金產生單位（或現金產生單位組別），不論本集團的其他資產或負債是否被分配至該等單位或單位組別。

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

減值按對與商譽有關的現金產生單位（現金產生單位組別）可收回金額進行的評估釐定。倘現金產生單位（現金產生單位組別）的可收回金額少於其賬面值，則確認減值虧損。就商譽確認的減值虧損不會於其後期間撥回。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES (continued)

#### *Business combinations and goodwill (continued)*

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

#### *Fair value measurement*

The Group measures its equity investments and certain financial assets at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### *業務合併及商譽(續)*

當商譽獲分配至現金產生單位(或現金產生單位組別)而出售該單位內的部分業務,則於釐定出售業務的收益或虧損時,與出售業務相關商譽會計入該業務的賬面值內。在該等情況下出售的商譽將以出售業務和保留的現金產生單位部分相代價值為基礎進行計量。

#### *公允價值計量*

本集團於各報告期末按公允價值計量其權益投資及若干金融資產。公允價值為在市場參與者之間的有序交易中,於計量日期就銷售一項資產所收取或就轉讓一項負債所支付的價格。公允價值計量乃基於假設出售資產或轉讓負債的交易於資產或負債的主要市場,或在未有主要市場的情況下,於資產或負債的最有利市場進行。主要或最有利市場須為本集團可進入的市場。資產或負債的公允價值乃使用市場參與者為資產或負債定價所用的假設計量(假設市場參與者依照彼等的最佳經濟利益行事)。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES (continued)

#### *Fair value measurement (continued)*

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *公允價值計量 (續)*

非金融資產的公允價值計量乃計及一名市場參與者透過使用資產的最高及最佳用途或透過將資產出售予將使用資產最高及最佳用途的另一名市場參與者而能夠產生經濟利益的能力。

本集團使用適用於不同情況的估值方法，而其有足夠數據計量公允價值，以盡量利用相關可觀察輸入數據及盡量減少使用不可觀察輸入數據。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES (continued)

#### Fair value measurement (continued)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 — based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 — based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### 公允價值計量 (續)

所有於財務報表中計量或披露公允價值的資產及負債，乃按對整體公允價值計量而言屬重大的最低級別輸入數據分類至下述的公允價值等級：

第一級 — 按相同資產或負債於活躍市場之報價（未經調整）計量

第二級 — 按對公允價值計量而言屬重大且直接或間接可觀察的最低級別輸入數據的估值方法計量

第三級 — 按對公允價值計量而言屬重大的不可觀察最低級別輸入數據的估值方法計量

就於財務報表按經常基準確認的資產及負債而言，本集團於各報告期末按對整體公允價值計量而言屬重大的最低級別輸入數據重新評估分類，以釐定各層之間有否出現轉移。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

### 2.4 重大會計政策 (續)

#### *Impairment of non-financial assets*

#### *非金融資產的減值*

Where an indication of impairment exists, or when annual impairment testing for a non-financial asset is required (other than inventories, deferred tax assets and financial assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

如有跡象表明出現減值或須對非金融資產進行年度減值測試(存貨、遞延稅項資產及金融資產除外)，則對該資產的可收回金額進行估計。資產的可收回金額為該資產或現金產生單位的使用價值及其公允價值減出售成本兩者中的較高者，並就個別資產而確定，除非有關資產沒有產生在很大程度上獨立於其他資產或資產組別的現金流入，在此情況下，可收回金額就資產所屬的現金產生單位而確定。

In testing a cash-generating unit for impairment, a portion of the carrying amount of a corporate asset (e.g., a headquarters building) is allocated to an individual cash-generating unit if it can be allocated on a reasonable and consistent basis or, otherwise, to the smallest group of cash-generating units.

對現金產生單位進行減值測試時，倘公司資產(例如總部大樓)部分賬面值可按合理及一致基準分配，則其分配至個別現金產生單位，否則分配至最小現金產生單位組別。

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to the statement of profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

減值虧損僅在資產賬面值超出其可收回金額時予以確認。評估使用價值時，估計未來現金流量按可反映現時市場對貨幣時間價值及資產特定風險的評估的稅前折現率折算為現值。減值虧損於產生期間從損益表中在該等與已減值資產功能一致的支出類別中扣除。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Impairment of non-financial assets (continued)

An assessment is made at the end of each reporting period as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to the statement of profit or loss in the period in which it arises.

#### Related parties

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and that person
  - (i) has control or joint control over the Group;
  - (ii) has significant influence over the Group; or
  - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 非金融資產的減值(續)

於各報告期末均會評估是否有跡象表明先前已確認的減值虧損不再存在或減少。如出現該等跡象，則估計可收回金額。先前確認的資產(商譽除外)減值虧損僅在用以確定資產可收回金額的估計改變時撥回，但撥回後的金額不得高於以往年度並未對資產確認減值虧損的情況下釐定的賬面值(扣除任何折舊／攤銷之後)，減值虧損的撥回於產生期間計入損益表。

#### 關聯方

倘任何人士符合以下條件，則被視為與本集團有關聯：

- (a) 倘該方屬某位人士或該人士的直系家庭成員，而該人士
  - (i) 控制或共同控制本集團；
  - (ii) 對本集團有重大影響力；或
  - (iii) 為本集團或本集團母公司的關鍵管理人員；

或

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

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## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

*(continued)*

#### *Related parties (continued)*

#### *關聯方 (續)*

(b) the party is an entity where any of the following conditions applies:

(b) 倘該方為符合下列任何條件的實體：

(i) the entity and the Group are members of the same group;

(i) 該實體與本集團屬同一集團的成員公司；

(ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);

(ii) 一家實體為另一實體(或另一實體的母公司、附屬公司或同系附屬公司)的聯營公司或合營企業；

(iii) the entity and the Group are joint ventures of the same third party;

(iii) 該實體與本集團同為相同第三方的合營企業；

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(iv) 一家實體為第三方實體的合營企業，而另一實體為該第三方實體的聯營公司；

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;

(v) 該實體是為本集團或與本集團相關實體的僱員利益設立的離職後福利計劃；

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Related parties (continued)

(b) (continued)

- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

#### Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. When an item of property, plant and equipment is classified as held for sale or when it is part of a disposal group classified as held for sale, it is not depreciated and is accounted for in accordance with IFRS 5. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 關聯方(續)

(b) (續)

- (vi) 該實體由(a)項所界定人士控制或共同控制；
- (vii) (a)(i)項所界定人士對該實體有重大影響力或屬該實體(或該實體的母公司)的關鍵管理人員；及
- (viii) 該實體或其所屬集團中任何成員公司向本集團或本集團母公司提供關鍵管理人員服務。

#### 物業、廠房及設備以及折舊

除在建工程外，物業、廠房及設備乃按成本減累計折舊及任何減值虧損列賬。當物業、廠房及設備項目被分類為持作出售或當其屬被分類為持作出售可供出售組別的一部分，則不予折舊，並按照《國際財務報告準則》第5號入賬。物業、廠房及設備項目的成本包括其購買價及任何使資產達到運作狀況及地點作擬定用途的直接應佔成本。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Property, plant and equipment and depreciation (continued)

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the statement of profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The estimated useful lives used for this purpose are as follows:

Hardware devices	3 years
Furniture and others	3-5 years
Leasehold improvements	Shorter of the unexpired lease term and 2-3 years

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### 物業、廠房及設備以及折舊 (續)

物業、廠房及設備項目投入運營後所產生支出，例如維修及維護費用，一般於產生期間自損益表扣除。在符合確認條件的情況下，重大檢修的支出於資產的賬面值資本化作為重置。倘物業、廠房及設備的重要部分須不時置換，本集團將該等部分確認為具有特定可使用年期的個別資產，並相應計算折舊。

折舊乃以直線法計算，在各項物業、廠房及設備項目的估計可使用年期內撇銷其成本至其剩餘價值。就此所使用的估計可使用年期如下：

硬件設施	3年
辦公設備及其他	3至5年
租賃物業裝修	未到期租賃期及2至3年之較短者

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Property, plant and equipment and depreciation* (continued)

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the statement of profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *物業、廠房及設備以及折舊* (續)

倘物業、廠房及設備項目各部分的可使用年期有所不同，則該項目的成本按合理基準分配至各部分，而各部分將分別折舊。剩餘價值、可使用年期及折舊方法將至少於各財政年度末檢討及作出調整(如適用)。

初步確認的物業、廠房及設備項目包括任何重要部分於出售後或預期使用或出售該項目不會產生未來經濟利益時終止確認。於資產被終止確認年度在損益表確認的任何出售或報廢的收益或虧損，乃有關資產出售所得款項淨額與賬面值的差額。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

(continued)

#### Intangible assets (other than goodwill)

#### 無形資產 (商譽除外)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of acquisition. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

單獨收購的無形資產初步確認時按成本計量。於業務合併中購入的無形資產的成本為收購當日的公允價值。無形資產的可使用年期被評定為有限期或無限期。具有有限年期的無形資產其後按可使用經濟年期攤銷，並於該無形資產可能出現減值的跡象時作減值評估。具有有限可使用年期的無形資產的攤銷年期及攤銷方法至少於每個財政年度結束時進行檢討。

Intangible assets are stated at cost less any impairment losses and are amortised on the straight-line basis over their estimated useful lives. The estimated useful lives of intangible assets are as follows:

無形資產按成本減任何減值虧損列賬，並以直線法於估計使用年期內攤銷。無形資產的估計可使用年期如下：

Patent and technology	10 years	專利及技術	10年
Software	10 years	軟件	10年
Brand	10 years	品牌	10年
Customer relationships	10 years	客戶關係	10年



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Intangible assets (other than goodwill)*

(continued)

##### *Research and development costs*

All research costs are charged to the statement of profit or loss as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is expensed when incurred.

Deferred development costs are stated at cost less any impairment losses and are amortised using the straight-line basis over the commercial lives of the underlying products, commencing from the date when the products are put into commercial production.

##### *Leases*

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### *無形資產(商譽除外)(續)*

##### *研究及開發成本*

所有研究成本於產生時計入損益表。

開發新產品項目所產生的開支僅在本集團能夠展示其在技術上能夠完成無形資產以供使用或出售、其完成資產的意向並能夠加以使用或將之出售、資產如何產生未來經濟利益、有足夠資源以完成項目並且有能力可靠地計量開發期間的開支之情況下，才會資本化及遞延。未能符合此等條件的產品開發開支於產生時列作開支。

遞延開發成本按成本減任何減值虧損列賬並以直線法按相關產品自其投產日期起計的商業年期攤銷。

##### *租賃*

本集團於合約開始時評估合約是否為或包含租賃。倘合約為換取代價而給予在一段時間內控制已識別資產使用的權利，則該合約為或包含租賃。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Leases (continued)

##### Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

##### (a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Plant and buildings	2 to 3 years
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## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### 租賃 (續)

##### 本集團作為承租人

本集團對所有租賃(惟短期租賃及低價值資產租賃除外)採取單一確認及計量方法。本集團確認租賃負債以作出租賃款項，而使用權資產指使用相關資產的權利。

##### (a) 使用權資產

使用權資產於租賃開始日期(即相關資產可供使用日期)確認。使用權資產按成本減累計折舊及任何減值虧損計量，並就任何重新計量租賃負債作出調整。使用權資產的成本包括已確認之租賃負債金額、已產生之初始直接成本以及於開始日期或之前作出的租賃付款減已收取之任何租賃優惠。使用權資產於租期及資產估計可使用年期(以較短者為準)內按直線法折舊如下：

廠房及樓宇	2至3年
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## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Leases (continued)

##### Group as a lessee (continued)

##### (a) Right-of-use assets (continued)

If ownership of the leased asset transfers to the Group by the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

##### (b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate the lease. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 租賃(續)

##### 本集團作為承租人(續)

##### (a) 使用權資產(續)

倘租賃資產的所有權於租期末轉讓予本集團或該成本反映行使購買選擇權，折舊按資產的估計可使用年期計算。

##### (b) 租賃負債

於租賃開始日期，以租期內作出的租賃款項現值確認租賃負債。租賃款項包括定額付款(含實質定額款項)減任何應收租賃獎勵款項、取決於指數或利率的可變租賃款項以及預期根據剩餘價值擔保下支付的金額。租賃款項亦包括本集團合理確定行使的購買選擇權的行使價及倘在租期內反映本集團正行使選擇權以終止租賃，有關終止租賃支付的罰款。不取決於指數或利率的可變租賃款項在出現觸發付款的事件或條件的期間內確認為支出。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Leases (continued)*

#### *Group as a lessee (continued)*

#### (b) *Lease liabilities (continued)*

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *租賃 (續)*

#### *本集團作為承租人 (續)*

#### (b) *租賃負債 (續)*

於計算租賃款項的現值時，由於租賃內所含利率不易釐定，故本集團應用租賃開始日期的增量借款利率計算。於開始日期後，租賃負債金額的增加反映利息的增加，並因支付租賃款項而減少。此外，倘有任何修改、租期變更、租賃款項變更（例如指數或比率的變更導致未來租賃款項發生變化）或購買相關資產的選擇權評估的變更，則重新計量租賃負債的賬面值。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 2. ACCOUNTING POLICIES (continued)

#### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

##### Leases (continued)

##### Group as a lessee (continued)

- (c) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of certain buildings (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of staff dormitories that are considered to be of low value.

Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

### 2. 會計政策 (續)

#### 2.4 重大會計政策 (續)

##### 租賃 (續)

##### 本集團作為承租人 (續)

- (c) 短期租賃及低價值資產租賃

本集團將短期租賃確認豁免應用於若干建築的短期租賃(即自租賃開始日期起計租期為12個月或以下，並且不包含購買選擇權的租賃)。其亦對低價值資產租賃及被認為低價值的員工宿舍租賃應用確認豁免。

短期租賃的租賃款項在租期內按直線法確認為支出。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Investments and other financial assets*

##### *Initial recognition and measurement*

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15 in accordance with the policies set out for "Revenue recognition" below.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *投資及其他金融資產*

##### *初步確認及計量*

於初步確認時，金融資產分類為其後按攤銷成本計量、以公允價值計量且其變動計入其他綜合收益及以公允價值計量且其變動計入當期損益。

初步確認金融資產分類取決於金融資產的合約現金流量特徵，以及本集團管理金融資產的業務模式。除並未包含重大融資組成部分或本集團已實行權宜措施不調整重大融資組成部分影響的應收賬款外，本集團按公允價值初步計量金融資產，倘金融資產並非以公允價值計量且其變動計入當期損益，則另加交易成本。並未包含重大融資組成部分或本集團已實行權宜措施的應收賬款根據下文「收入確認」所述政策按《國際財務報告準則》第15號釐定的交易價計量。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Investments and other financial assets (continued)*

##### *Initial recognition and measurement (continued)*

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest (“**SPPI**”) on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### *投資及其他金融資產(續)*

##### *初步確認及計量(續)*

金融資產須使現金流量僅為償還本金及未償還本金利息(「**僅為償還本金及利息**」)，方可按攤銷成本或以公允價值計量且其變動計入其他綜合收益分類及計量。現金流量並非僅為償還本金及利息的金融資產，不論其業務模式如何，均以公允價值計量且其變動計入當期損益分類及計量。

本集團管理金融資產的業務模式指本集團如何管理其金融資產以產生現金流量。業務模式釐定現金流量會否因收取合約現金流量、出售金融資產或因前述兩者而產生。按攤銷成本分類及計量的金融資產乃於以持有金融資產為目標的業務模式內持有，旨在收取合約現金流量，而以公允價值計量且其變動計入其他綜合收益分類及計量的金融資產乃於以持有金融資產為目標的業務模式內持有，旨在收取合約現金流量及出售。並非以上述業務模式持有的金融資產以公允價值計量且其變動計入當期損益分類及計量。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

(continued)

#### *Investments and other financial assets (continued)*

#### *投資及其他金融資產 (續)*

#### *Initial recognition and measurement (continued)*

#### *初步確認及計量 (續)*

Purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset.

買賣指按照一般市場規定或慣例須在指定期間內交付資產的金融資產買賣，概於交易日（即本集團承諾買賣資產的日期）確認。

#### *Subsequent measurement*

#### *後續計量*

The subsequent measurement of financial assets depends on their classification as follows:

金融資產的後續計量取決於其如下分類：

#### *Financial assets at amortised cost (debt instruments)*

#### *按攤銷成本計量的金融資產 (債務工具)*

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss when the asset is derecognised, modified or impaired.

按攤銷成本計量的金融資產其後使用實際利率法計量，並可予減值。倘資產終止確認、修訂或減值，則收益及虧損於損益表確認。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Investments and other financial assets* (continued)

*Financial assets designated at fair value through other comprehensive income (equity investments)*

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity investments designated at fair value through other comprehensive income when they meet the definition of equity under IAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to the statement of profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity investments designated at fair value through other comprehensive income are not subject to impairment assessment.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *投資及其他金融資產 (續)*

*指定以公允價值計量且其變動計入其他綜合收益的金融資產 (權益投資)*

於初步確認時，本集團可選擇於權益投資符合《國際會計準則》第32號「金融工具：呈報」項下的權益定義且並非持作買賣時，將其權益投資不可撤回地分類為指定以公允價值計量且其變動計入其他綜合收益的權益投資。分類乃按個別工具基準釐定。

該等金融資產的收益及虧損概不會被重新計入損益表。當確立支付權，股息於損益表中確認為其他收入，惟當本集團於作為收回金融資產一部分成本的所得款項中獲益時則除外，於此等情況下，該等收益於其他綜合收益入賬。指定以公允價值計量且其變動計入其他綜合收益的權益投資不受減值評估影響。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

*(continued)*

#### *Investments and other financial assets (continued)*

#### *投資及其他金融資產 (續)*

##### *Financial assets at fair value through profit or loss*

##### *以公允價值計量且其變動計入 當期損益的金融資產*

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

以公允價值計量且其變動計入當期損益的金融資產按公允價值於財務狀況表列賬，而公允價值變動淨額於損益表確認。

This category includes certain unlisted investments which the Group had not irrevocably elected to classify at fair value through other comprehensive income. Dividends on the equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

該類別包括本集團並非不可撤銷地選擇按公允價值計量且其變動計入其他綜合收益分類的若干為上市投資。金融資產的權益投資的股息也在收款權利確立時，於損益表確認為其他收入。

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in the statement of profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

當嵌入混合合約(包含金融負債及非金融主體)的衍生工具具備與主體不緊密相關的經濟特徵及風險；具備與嵌入式衍生工具相同條款的單獨工具符合衍生工具的定義；且混合合約並非以公允價值計量且其變動計入當期損益，則該衍生工具與主體分開並作為單獨衍生工具列賬。嵌入式衍生工具按公允價值計量，且其變動於損益表確認。僅在更改合約條款導致該合約原本要求的現金流量出現大幅變動或以公允價值計量且其變動計入當期損益類別的金融資產重新分類時，方會進行重新評估。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 2. ACCOUNTING POLICIES (continued)

#### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

##### *Investments and other financial assets* (continued)

##### *Financial assets at fair value through profit or loss* (continued)

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

##### *Derecognition of financial assets*

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or

### 2. 會計政策 (續)

#### 2.4 重大會計政策 (續)

##### *投資及其他金融資產 (續)*

##### *以公允價值計量且其變動計入當期損益的金融資產 (續)*

嵌入混合合約(包含金融資產主體)的衍生工具不得單獨列賬。金融資產主體連同嵌入式衍生工具須整體分類為以公允價值計量且其變動計入當期損益。

##### *終止確認金融資產*

金融資產(或(倘適用)一項金融資產的一部分或一組相類似金融資產的一部分)在下列情況下一般將會被終止確認(即從本集團綜合財務狀況表移除):

- 收取該項資產所得現金流量的權利已屆滿; 或

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

(continued)

終止確認金融資產 (續)

*Derecognition of financial assets (continued)*

- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a “pass-through” arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

- 本集團已轉讓其收取該項資產所得現金流量的權利，或已根據一項「轉付」安排承擔向第三方全數支付（並無出現重大延誤）所收現金流量的責任；且(a)本集團已轉讓該項資產的絕大部分風險及回報；或(b)本集團並無轉讓或保留該項資產絕大部分風險及回報，但已轉讓該項資產的控制權。

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group’s continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

凡本集團已轉讓其收取該項資產所得現金流量的權利或作出一項轉付安排，其會評估是否以及在何種程度上保留資產所有權的風險及回報。如並無轉讓或保留該項資產的絕大部分風險及回報，亦無轉讓該項資產的控制權，則以本集團持續參與該資產的程度為限，本集團繼續確認已轉讓的資產。在該情況下，本集團亦確認相關負債。已轉讓資產及相關負債乃按可反映本集團所保留權利及責任的基準計量。

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

所轉讓資產擔保形式的持續參與，以資產原賬面值與本集團可能須償還的最高代價金額中的較低者計量。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Impairment of financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

#### General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融資產減值

本集團確認對並非以公允價值計量且其變動計入當期損益的所有債務工具預期信貸虧損(「預期信貸虧損」)的撥備。預期信貸虧損乃基於根據合約到期的合約現金流量與本集團預期收取的所有現金流量的差額而釐定，並以原實際利率的近似值貼現。預期現金流量將包括出售所持抵押品的現金流量或組成合約條款的其他信貸提升措施。

#### 一般方法

預期信貸虧損分兩個階段確認。就自初始確認起並未顯著增加的信貸風險而言，會為未來12個月(12個月預期信貸虧損)可能發生的違約事件所產生的信貸虧損作出預期信貸虧損撥備。就自初始確認起已顯著增加的信貸風險而言，不論何時發生違約，於餘下風險年期內的預期信貸虧損均須作出虧損撥備(全期預期信貸虧損)。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Impairment of financial assets (continued)*

##### *General approach (continued)*

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information. The Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *金融資產減值 (續)*

##### *一般方法 (續)*

於各報告日期，本集團評估金融工具的信貸風險自初始確認後是否顯著增加。作出評估時，本集團比較金融工具於報告日期出現違約的風險與該金融工具於初始確認日期出現違約的風險，並考慮毋須花費不必要成本或精力即可獲得的合理及有理據的資料，包括歷史及前瞻性資料。本集團認為，倘合約付款逾期超過30天，則信貸風險已大幅上升。

當合約付款逾期90天，則本集團認為金融資產違約。然而，在若干情況下，倘內部或外部資料顯示，於計及本集團持有的任何信貸提升前，本集團不大可能悉數收取未償還的合約款項，則本集團亦可認為金融資產違約。

倘無法合理預期收回合約現金流量，則撇銷金融資產。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Impairment of financial assets (continued)

##### General approach (continued)

Financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables, which apply the simplified approach as detailed below.

Stage 1 — Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 — Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 — Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融資產減值(續)

##### 一般方法(續)

按攤銷成本計量的金融資產根據一般方法減值並分類為下列計量預期信貸虧損的各階段，惟應收賬款使用下文詳述的簡化法除外。

第一階段 — 金融工具自初步確認以來信貸風險未顯著增加，且其虧損撥備相等於12個月預期信貸虧損

第二階段 — 金融工具自初步確認後信貸風險顯著增加，但並非信貸減值金融資產且其虧損撥備相等於全期預期信貸虧損

第三階段 — 於報告日期信貸減值的金融資產(但不是購買或原始信貸減值)，其虧損撥備相等於全期預期信貸虧損



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Impairment of financial assets (continued)*

##### *Simplified approach*

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

#### *Financial liabilities*

##### *Initial recognition and measurement*

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *金融資產減值 (續)*

##### *簡化法*

就不包含重大融資組成部分的應收賬款或當本集團使用不調整重大融資組成部分影響的可行權宜方法時，本集團計算預期信貸虧損時應用簡化法。根據簡化法，本集團並無追蹤信貸風險的變化，但於各報告日期根據全期預期信貸虧損確認虧損撥備。本集團已根據過往信貸虧損經驗，建立撥備矩陣，並就債務人及經濟環境的特定前瞻性因素作出調整。

#### *金融負債*

##### *初始確認及計量*

金融負債在初始確認時被分類為以公允價值計量且其變動計入當期損益的金融負債、貸款和借款、應付款項或被指定為有效對沖工具的衍生工具(倘適用)。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Financial liabilities (continued)

##### Initial recognition and measurement (continued)

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade payables and financial liabilities included in other payables and accruals.

##### Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

##### Financial liabilities at amortised cost (trade and other payables)

After initial recognition, trade and other payables are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 金融負債(續)

##### 初始確認及計量(續)

所有金融負債最初以公允價值確認，如為貸款、借款和應付款項，則扣除直接可歸屬的交易成本。

本集團金融負債包括應付賬款及計入其他應付款項及應計費用的金融負債。

##### 後續計量

金融負債的後續計量取決於其分類，具體如下：

##### 按攤銷成本計量的金融負債(應付賬款及其他應付款項)

初始確認後，應付賬款及其他應付款項後續以實際利率法按攤銷成本計量，除於貼現影響並不重大時按成本列賬。當負債終止確認以及按實際利率進行攤銷程序時，收益及虧損於損益表確認。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Financial liabilities (continued)*

*Financial liabilities at amortised cost (trade and other payables) (continued)*

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the statement of profit or loss.

#### *Financial guarantee contracts*

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. A financial guarantee contract is recognised initially as a liability at its fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, the Group measures the financial guarantee contracts at the higher of: (i) the ECL allowance determined in accordance with the policy as set out in “Impairment of financial assets”; and (ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *金融負債 (續)*

*按攤銷成本計量的金融負債  
(應付賬款及其他應付款項)  
(續)*

攤銷成本的計算方法是將任何購置折價或溢價納入考慮以及同時考慮作為實際利率不可分割的一部分的費用或成本。實際利率攤銷計入損益表的財務成本。

#### *財務擔保合約*

本集團發出的財務擔保合約即規定須付款以償付持有人因特定債務人未能根據債務工具條款償還到期款項而招致損失的合約。財務擔保合約初步按公允價值確認為負債，並就發出擔保直接產生的交易成本作出調整。於初步確認後，本集團按以下兩項的較高者計量財務擔保合約：(i)根據「金融資產減值」所載政策釐定的預期信貸虧損撥備；及(ii)初步確認金額減(如適用)確認的累計收入金額。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Derecognition of financial liabilities*

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in the statement of profit or loss.

#### *Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

#### *Treasury shares*

Own equity instruments which are reacquired and held by the Company or the Group (treasury shares) are recognised directly in equity at cost. No gain or loss is recognised in the statement of profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### *終止確認金融負債*

當負債項下的責任獲履行或註銷或屆滿時終止確認金融負債。

若現有金融負債由另一項來自相同貸方按完全不同的條款提供之負債取代，或現有負債的條款作出重大修訂，則上述取代或修訂視為終止確認原有負債及確認新負債，而相關賬面值的差額於損益表中確認。

#### *金融工具抵銷*

當現時存在一項可強制執行的法定權利抵銷已確認金額，且亦有意以淨額結算或同時變現資產及清償負債時，則金融資產與金融負債可予抵銷，而其淨額於財務狀況表內呈報。

#### *庫存股份*

本公司或本集團購回及持有本身的權益工具(庫存股份)按成本直接於權益確認。因購買、出售、發行或註銷本集團本身的權益工具產生的收益或虧損不會在損益表內確認。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Inventories*

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis and, in the case of work in progress and finished goods, comprises direct materials, direct labour and an appropriate proportion of overheads. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

#### *Cash and cash equivalents*

Cash and cash equivalents in the statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *存貨*

存貨以成本與可變現淨值兩者的較低者入賬。成本值以先入先出法計算，就在建工程及成品而言，成本包括直接材料、直接勞工及間接成本之適用部分。可變現淨值則以估計售價減完成及出售所產生的任何估計成本計算。

#### *現金及現金等價物*

財務狀況表中的現金及現金等價物包括手頭現金及銀行存款，以及一般於三個月內到期流動高的短期存款，該等存款可隨時兌換成已知數額的現金且價值變動的風險極低，持有該等存款的目的是履行短期現金承諾。

就綜合現金流量表而言，現金及現金等價物包括手頭現金及銀行存款，以及上文定義的短期存款，扣除按要求償還並組成本集團現金管理之主要部分之銀行透支。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the statement of profit or loss.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 撥備

由於過往事件導致現時須承擔(法律或推定)責任，而未來可能需流失資源以履行責任，且能可靠估計責任的數額，則會確認撥備。

倘本集團預期部分或全部撥備可獲償付，則將償付金確認為獨立資產，惟僅於償付金可實質確定時方會確認。與任何撥備有關的開支於損益表內呈列(扣除任何償付金)。

當有重大折現影響時，會就預期須用作償付責任的未來開支於報告期末確認其現值以作撥備。因時間推移所導致折現現值的增加金額會列入損益表中的財務成本。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Income tax*

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes except that deferred tax is not recognised for the Pillar Two income taxes.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *所得稅*

所得稅包括即期及遞延稅項。所得稅如涉及在損益以外確認的項目不會在損益確認，而在其他綜合收益或直接於權益確認。

即期稅項資產及負債乃根據於報告期末已頒佈或實質上已頒佈的稅率(及稅法)，並考慮本集團經營業務所在國家的現有詮釋及慣例，按預期將獲稅務機關退回或支付予稅務機關的金額計算。

除未於支柱二所得稅中確認的遞延稅項外，遞延稅項根據在報告期末的資產及負債的稅基與其就財務申報而呈列的賬面值之間的所有暫時性差額按負債法計提撥備。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Income tax (continued)

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 所得稅(續)

遞延稅項負債就所有應課稅暫時性差額確認，惟以下情況除外：

- 於交易中初始確認之商譽或資產或負債(並非業務合併且於交易時並不影響會計溢利或應課稅溢利或損失且不產生相等的應課稅及可抵扣暫時性差額)所產生之遞延稅項負債；及
- 就於附屬公司、聯營公司及合營企業之投資有關應課稅暫時性差額而言，撥回暫時性差額之時間可以控制及暫時性差額可能不會在可見未來撥回。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Income tax (continued)*

Deferred tax assets are recognised for all deductible temporary differences, and the carryforward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *所得稅 (續)*

所有可予扣減暫時性差額、未動用稅項抵免結轉及任何未動用稅項損失於可能獲得應課稅溢利作為抵銷，以動用該等可予扣減暫時性差額、未動用稅項抵免結轉及未動用稅項損失之情況，均確認為遞延稅項資產，惟以下情況除外：

- 於交易中初始確認之資產及負債（並非業務合併且於交易時並不影響會計溢利或應課稅溢利或損失且不產生相等的應課稅及可抵扣暫時性差額）所產生有關可扣稅暫時性差額之遞延稅項資產；及
- 就與於附屬公司、聯營公司及合營企業之投資有關之可予扣減暫時性差額而言，僅於暫時性差額可能會在可見未來撥回及將有應課稅溢利作為抵銷，以動用暫時性差額之情況下，才確認遞延稅項資產。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Income tax (continued)

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 所得稅(續)

遞延稅項資產之賬面值乃於各報告期末進行審閱，並予以相應扣減，直至不可能有足夠應課稅溢利以動用全部或部分遞延稅項資產為止。未確認之遞延稅項資產於各報告期末重新評估，並於可能獲得足夠應課稅溢利以收回全部或部分遞延稅項資產之情況下予以確認。

遞延稅項資產及負債乃根據於報告期末已實施或已實際實施之稅率(及稅法)，按變現資產或清償負債之期間預期適用之稅率予以計量。

僅當本集團有可合法強制執行權利可將即期稅項資產與即期稅項負債抵銷，且遞延稅項資產及遞延稅項負債與同一稅務機關對同一應稅實體或於各未來期間預期有大額遞延稅項負債或資產需要結算或收回時，擬按淨額基準結算即期稅項負債及資產或同時變現資產及結算負債之不同應稅實體徵收之所得稅相關，則遞延稅項資產與遞延稅項負債可予抵銷。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Government grants*

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed.

Where the grant relates to an asset, the fair value is credited to a deferred income account and is released to the statement of profit or loss over the expected useful life of the relevant asset by equal annual instalments or deducted from the carrying amount of the asset and released to the statement of profit or loss by way of a reduced depreciation charge.

Where the Group receives grants of non-monetary assets, the grants are recorded at the fair value of the non-monetary assets and released to the statement of profit or loss over the expected useful lives of the relevant assets by equal annual instalments.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *政府補助*

倘能合理肯定能收到補助及遵循補助的所有相關條件，政府補助會按公允價值確認。倘補助與開支項目相關，則以系統基準，於擬作補償的成本支銷期間，確認為收入。

當補助涉及某項資產，則將其公允價值計入遞延收入賬目內，並於有關資產的預計可使用年期內按年等額將其公允價值撥至損益表內，或自資產的賬面值中扣除及通過扣減折舊支出的方式撥至損益表內。

倘本集團收取非貨幣資產補助，該等補助按非貨幣資產的公允價值入賬，並於有關資產的預計可使用年期按年等額撥至損益表。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Revenue recognition

##### Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### 收入確認

##### 來自客戶合約的收入

來自客戶合約的收入於貨品或服務的控制權轉移至客戶時確認，金額反映本集團預期就交換該等貨品或服務而有權獲得的代價。

當合約中的代價包括可變金額時，估計的代價將是本集團轉移貨品或服務轉移至客戶時有權收取的金額。可變代價在合約開始時估計並受約束，直至與可變代價相關的不確定性消除時，累計已確認的收入金額很可能不會發生重大轉回。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

*(continued)*

#### *Revenue recognition (continued)*

#### *收入確認 (續)*

#### *Revenue from contracts with customers (continued)*

#### *來自客戶合約的收入 (續)*

When the contract contains a financing component which provides the customer with a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in IFRS 15.

當合約中包含一個融資部分，即為客戶轉移貨物或服務超過一年且提供給客戶重大的融資利益時，收入按應收金額的現值計量，使用的貼現率在合約開始時反映在本集團與客戶之間的獨立融資交易中。當合約包含為本集團提供超過一年的重大融資利益的融資部分時，根據合約確認的收入包括按實際利率法計算的合約負債所產生的利息開支。對於客戶付款與承諾貨品或服務轉讓之間的期限為一年或一年以下的合約，交易價格不會根據《國際財務報告準則》第15號的實際權宜法就重大融資部分的影響進行調整。

If a contract has several performance obligations covering goods and/or services, then the amount of revenue recognised is an appropriate proportion of the total transaction price under the contract, allocated between all the goods and services promised under the contract on a relative stand-alone selling price basis.

倘涵蓋貨品及／或服務的合約存在若干履約義務，則確認的收入金額為合約項下適當比例的交易總價，按照相對獨立售價的基準在合約項下所有承諾貨品及服務之間分配。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Revenue recognition (continued)

##### Revenue from contracts with customers (continued)

- (a) Provision of artificial intelligence (AI)-based software solutions

The Group earns revenue by providing AI-based software solutions to its customers through contracts. Revenue is recognised at the point in time when performance obligation is completed and the Group has a present right to collect payments for the services performed.

The Group's revenue is mainly generated from subscription contracts under which a customer either pays a fee for a predetermined or an unlimited number of transactions during the subscription period or pays a fixed fee for each transaction during the subscription period. Revenue from the subscription contracts with a predetermined number of transactions or a fixed fee for each transaction is recognised when the services are provided, using the unit price agreed in the contract multiplied by the number of transactions provided. Revenue from the subscription contracts with an unlimited number of transactions is recognised on a straight-line basis during the subscription period.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 收入確認(續)

##### 來自客戶合約的收入(續)

- (a) 提供人工智能軟件解決方案

本集團通過合約向其客戶提供人工智能軟件解決方案來賺取收入。收入於完成履約義務且本集團擁有就所提供的服務收取款項的現時權利的時間點確認。

本集團的收入主要產生於訂閱合約，據此，客戶就在訂閱期內提供的預定次數或不限次數的交易支付費用，或在訂閱期內就每次交易支付固定費用。源自具有預定交易次數或就每次交易的固定費用的訂閱合約的收入在提供服務時使用合約協定的單價乘以提供交易的次數進行確認。交易數量不受限制的訂閱合約的收入於訂閱期內按直線法確認。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

### 2.4 重大會計政策 (續)

(continued)

#### Revenue recognition (continued)

#### 收入確認 (續)

Revenue from contracts with customers (continued)

來自客戶合約的收入 (續)

#### (b) Sale of hardware devices

#### (b) 銷售硬件設備

Revenue is recognised when the customer takes possession of and accepts the products.

收入於客戶擁有並接受產品時確認。

#### (c) Other services

#### (c) 其他服務

Other service revenue mainly includes revenue from software development services. The Group provides software development service according to the customer's customisation requirements. Revenue from software development services is recognised at the point in time when the software development is completed and transferred to customers.

其他服務收入主要包括來自軟件開發服務的收入。本集團根據客戶的定製要求提供軟件開發服務。軟件開發服務的收入於軟件開發完成並轉讓予客戶的時間點確認。

#### Other income

#### 其他收入

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

利息收入使用實際利率法按累計基準確認，而實際利率為在金融工具的預期年限內或在短期內(如適用)將估計未來現金收入實際折現為金融資產賬面淨值的利率。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Contract liabilities

A contract liability is recognised when a payment is received, or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

#### Share-based payments

The Company operates a restricted share unit scheme and a restricted share scheme. Employees (including directors) of the Group receive remuneration in the form of share-based payment, whereby employees render services in exchange for equity instruments (“**equity-settled transactions**”). The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by the difference between the market share price at the grant date and the price of the RSUs or restricted shares payable by the grantee, further details of which are given in note 31 to the financial statements.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 合約負債

合約負債於在本集團轉移相關貨品或服務前自客戶接獲付款或付款到期(以較早者為準)時確認。合約負債在本集團履行合約(即相關貨品或服務的控制權轉讓予該客戶)時確認為收入。

#### 股份支付

本公司實行受限制股份單位計劃及受限制股份計劃。本集團僱員(包括董事)以股份支付形式收取報酬，僱員提供服務以換取權益工具(「**權益結算交易**」)。與僱員進行的權益結算交易的成本，乃經參照該等權益結算交易授予之日的公允價值計量。公允價值根據授出日期的市場股價與承授人應付的受限制股份單位或受限制股份價格之間的差額釐定，其進一步詳情載於財務報表附註31。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Share-based payments (continued)*

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the statement of profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *股份支付 (續)*

權益結算交易的成本於達到績效及／或服務條件的期間內連同權益的相應增加於僱員福利開支內確認。由各報告期末直至歸屬日期就權益結算交易確認的累計開支反映歸屬期屆滿情況以及本集團對最終將會歸屬的股本工具數目的最佳估計。在某一期間損益表內的扣除或進賬反映累計開支於期初與期末確認時的變動。

釐定獎勵於授出日期的公允價值並不考慮服務及非市場表現條件，惟能達成條件的可能性則部分以本集團對將最終歸屬的權益工具數目的最佳估計作評估。市場表現條件於授出日期之公允價值反映。附帶於獎勵中但並無相關聯服務要求的其他任何條件皆視為非歸屬條件。非歸屬條件於獎勵公允價值中反映，若當中不包含服務及／或表現條件乃即時予以支銷。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### Share-based payments (continued)

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payments, or is otherwise beneficial to the employee as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

#### 股份支付(續)

因未能達至非市場表現及／或服務條件，而導致最終並無歸屬的獎勵並不會確認支銷，惟包括一項市場或非歸屬條件的獎勵，無論市場或非歸屬條件是否達成，其均會被視為已歸屬，前提是所有其他表現及／或服務條件須已達成。

倘若以權益結算獎勵的條款有所變更，所確認的開支最少須達到猶如條款並無任何變更且符合獎勵原先條款的水平。此外，倘若按變更日期計量，任何變更導致股份支付總公允價值有所增加，或對僱員帶來其他利益，則應就該等變更確認開支。倘若以權益結算的獎勵被註銷，應被視為已於註銷日期歸屬，任何尚未確認的獎勵開支將即時確認。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

## 2. 會計政策 (續)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

### 2.4 重大會計政策 (續)

#### *Other employee benefits*

#### *其他僱員福利*

##### *Pension scheme*

##### *退休金計劃*

The Group has social pension plans for its employees arranged by local government labour and security authorities. The Group makes contributions on a monthly basis to the social pension plans. The contributions are charged to the statement of profit or loss as they become payable in accordance with the rules of the social pension plans.

本集團為其僱員參加由當地政府勞動和社會保障部門實施的社會退休金計劃。本集團每月向該等社會退休金計劃作出供款。根據社會退休金計劃的規則，供款於應付時自損益表扣除。

##### *Housing fund and other social insurances*

##### *住房公積金及其他社會保險*

The Group has participated in defined social security contribution schemes for its employees pursuant to the relevant laws and regulations of the PRC. These include housing fund, basic medical insurance, unemployment insurance, injury insurance and maternity insurance. The Group makes monthly contributions to the housing fund and other social insurances. The contributions are charged to the statement of profit or loss on an accrual basis.

本集團已根據中國有關法律法規為其僱員參與界定社會保障供款計劃，包括住房公積金、基本醫療保險、失業保險、工傷保險和生育保險。本集團每月就住房公積金及其他社會保險作出供款。該等供款按照應計基準自損益表扣除。

##### *Termination benefits*

##### *終止福利*

Termination benefits are recognised at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises restructuring costs involving the payment of termination benefits.

終止福利於本集團再無能力提供福利時或本集團確認重組成本(涉及支付終止福利)時(以較早者為準)確認。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

#### *Other employee benefits (continued)*

#### *Dividends*

Dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed dividends are disclosed in the notes to the financial statements.

#### *Foreign currencies*

These financial statements are presented in RMB, which is the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *其他僱員福利 (續)*

#### *股息*

股息將於股東大會上獲股東批准後確認為負債。建議末期股息於財務報表附註披露。

#### *外幣*

該等財務報表以本公司功能貨幣人民幣呈列。本集團各實體確定其內部功能貨幣，各實體財務報表內所載項目均使用該功能貨幣計量。本集團內之實體記錄外幣交易初步使用其各相關功能貨幣以交易當日的匯率記賬。以外幣計值的貨幣資產及負債則按功能貨幣於報告期末的匯率換算。結算或換算貨幣項目產生的差額於損益表中確認。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Other employee benefits (continued)*

#### *Foreign currencies (continued)*

Differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss with the exception of monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognised in other comprehensive income until the net investment is disposed of, at which time the cumulative amount is reclassified to the statement of profit or loss. Tax charges and credits attributable to exchange differences on those monetary items are also recorded in other comprehensive income.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *其他僱員福利 (續)*

#### *外幣 (續)*

結算或換算貨幣項目產生的差額於損益表中確認，惟指定作對沖本集團境外業務投資淨額一部分的貨幣項目除外。該等差額於其他綜合收益中確認，直至該投資淨額出售，此時累計款項重新分類至損益表。該等貨幣項目匯兌差額應佔的稅項支出及抵免亦於其他綜合收益中記賬。

按歷史成本以外幣計量的非貨幣項目，採用初始交易日期的匯率換算。按公允價值以外幣計量的非貨幣項目，採用計量公允價值日期的匯率換算。換算按公允價值計量的非貨幣項目產生的收益或虧損按與確認項目公允價值變動的收益或虧損一致的方式處理（即公允價值收益或虧損於其他綜合收益或損益中確認的項目的換算差額亦分別於其他綜合收益或損益中確認）。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

(continued)

*Other employee benefits (continued)*

*Foreign currencies (continued)*

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

The functional currency of an overseas subsidiary is a currency other than the RMB. As at the end of the reporting period, the assets and liabilities of the entity are translated into RMB at the exchange rate prevailing at the end of the reporting period and its statement of profit or loss is translated into RMB at the exchange rate that approximates to those prevailing at the dates of the transactions.

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange reserve, except to the extent that the differences are attributable to non-controlling interests. On disposal of a foreign operation, the cumulative amount in the reserve relating to that particular foreign operation is recognised in the statement of profit or loss.

## 2. 會計政策(續)

### 2.4 重大會計政策(續)

*其他僱員福利(續)*

*外幣(續)*

於釐定初步確認預付代價的相關非貨幣性資產或非貨幣性負債被取消確認時的有關資產、開支或收入所用之匯率時，初步交易日期為本集團初步確認因預付代價而產生之非貨幣資產或非貨幣負債之日。倘存在多筆付款或預收款項，本集團應就每次支付或收取預付代價釐定交易日期。

一家海外附屬公司的功能貨幣為人民幣以外的貨幣。於報告期末，該實體的資產及負債，按報告期末的匯率換算為人民幣，其損益表則按約等於交易日期的匯率換算為人民幣。

由此產生的匯兌差額於其他綜合收益中確認，並在匯兌儲備中累計，惟差額歸屬於非控股權益。出售海外業務時，有關該項特定海外業務的累計儲備在損益表中確認。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

## 2. ACCOUNTING POLICIES (continued)

### 2.4 MATERIAL ACCOUNTING POLICIES

*(continued)*

#### *Other employee benefits (continued)*

#### *Foreign currencies (continued)*

For the purpose of the consolidated statement of cash flows, the cash flows of overseas subsidiary are translated into RMB at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiary which arise throughout the year are translated into RMB at the weighted average exchange rates for the year.

## 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

## 2. 會計政策 (續)

### 2.4 重大會計政策 (續)

#### *其他僱員福利 (續)*

#### *外幣 (續)*

就綜合現金流量表而言，境外附屬公司的現金流量按現金流量日期的匯率換算為人民幣。於年內產生的境外附屬公司的經常性現金流量則按該年內的加權平均匯率換算為人民幣。

## 3. 重大會計判斷及估計

編製本集團的財務報表需要管理層作出會影響所呈報收入、開支、資產及負債的金額及其相關披露及或然負債披露的判斷、估計及假設。有關該等假設及估計的不明朗因素，可能會造成或須對未來受影響的資產或負債的賬面值作出重大調整的結果。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

#### *Revenue from contracts with customers*

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

- (a) Identifying performance obligations in a bundled sale of hardware devices and AI-based software solutions

The Group provides customers with AI-based software solutions that are either sold separately or bundled together with the sale of hardware devices.

### 3. 重大會計判斷及估計 (續)

#### 判斷

於應用本集團會計政策的過程中，除該等涉及估計的判斷外，管理層已作出以下對財務報表內所確認金額影響最重大的判斷：

#### *來自客戶合約的收入*

本集團使用以下對釐定來自客戶合約的收入的金額及時間產生重大影響的判斷：

- (a) 確認硬件設備和人工智能軟件解決方案捆綁銷售中的履約義務

本集團向客戶提供單獨銷售，或與硬件設備捆綁銷售人工智能軟件解決方案。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Judgements *(continued)*

##### *Revenue from contracts with customers (continued)*

The Group determined that both hardware devices and AI-based software solutions are each capable of being distinct. The fact that the Group regularly sells both hardware devices and AI-based software solutions on a standalone basis indicates that the customer can benefit from both products on their own. The Group also determined that the promises to transfer the hardware devices and to provide AI-based software solutions are distinct within the context of the contract. The hardware devices and AI-based software solutions are not inputs to a combined item in the contract. The Group is not providing a significant integration service because the presence of the hardware and software together in the contract does not result in any additional or combined functionality and neither the hardware nor the software modifies or customises the other. In addition, the hardware device and AI-based software solutions are not highly interdependent or highly interrelated, because the Group would be able to transfer the hardware device even if the customer declined AI-based software solutions and would be able to provide AI-based software solutions in relation to products sold by other distributors. Consequently, the Group has allocated a portion of the transaction price to the hardware devices and the AI-based software solutions based on relative standalone selling prices.

### 3. 重大會計判斷及估計 *(續)*

#### 判斷 *(續)*

##### *來自客戶合約的收入 (續)*

本集團認為，硬件設備及人工智能軟件解決方案各有特點。本集團經常單獨銷售硬件設備和人工智能軟件解決方案，此表明客戶可以單獨從這兩種產品中獲益。本集團亦認定，轉讓硬件設備和提供人工智能軟件解決方案的承諾的合約內容不同。硬件設備和人工智能軟件解決方案於合約中並非一個整體。由於硬件和軟件一起出現在合約中並無產生任何額外或組合功能，硬件及軟件均不會為對方修改或定制，因此本集團並無提供重要的組合服務。此外，硬件設備和人工智能軟件解決方案並非高度相互依賴或高度相互關聯，因為即使客戶拒絕人工智能軟件解決方案，本集團也能夠轉讓硬件設備，並能為其他分銷商銷售的產品提供人工智能軟件解決方案。因此，本集團根據硬件設備和人工智能軟件解決方案的相對獨立銷售價格，將交易價格的一部分分配予硬件設備和人工智能軟件解決方案。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

#### *Impairment of goodwill*

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill at 31 December 2023 was approximately RMB127,213,000 (2022: RMB970,000). Further details are given in note 15 to the financial statements.

### 3. 重大會計判斷及估計 (續)

#### 估計不確定因素

於報告期末有關未來的主要假設及其他估計不確定因素的主要來源，具有引致對下個財政年度內的資產及負債的賬面值作重大調整的重大風險，載述於下文。

#### 商譽減值

本集團至少於每個年度評估商譽是否發生減值。這要求對被分配商譽的現金產生單位的使用價值進行估計。估計使用價值時，本集團需要估計來自現金產生單位的預期未來現金流量，同時選擇恰當的貼現率計算該等現金流量的現值。商譽於2023年12月31日的賬面值約為人民幣127,213,000元(2022年：人民幣970,000元)。進一步詳情請參閱財務報表附註15。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Estimation uncertainty *(continued)*

##### *Provision for expected credit losses on trade receivables*

The Group measures loss allowances for trade receivables at lifetime ECL. The Group determines ECL by using a provision matrix, estimated based on historical credit loss experience, the past default experience of the debtor, general economic conditions of the industry and country in which the debtors operates and an assessment of both the current and the forecast duration of condition as of the end of each reporting period. As the Group's historical credit loss experience does not indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is not further distinguished between the Group's different customer bases.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

### 3. 重大會計判斷及估計 *(續)*

#### 估計不確定因素 *(續)*

##### *應收賬款的預期信貸虧損撥備*

本集團按全期預期信貸虧損計量應收賬款的虧損撥備。本集團採用撥備矩陣釐定預期信貸虧損，基於過往信貸虧損經驗、債務人過往違約經歷、債務人經營所處行業及國家的整體經濟狀況及截至各報告期末對當前及預測狀況持續時間的評估進行估算。由於本集團的過往信貸虧損經驗並無顯示不同客戶分部的虧損模式存在重大差異，故不會進一步於本集團的不同客戶群之間區分基於過往逾期狀態的虧損撥備。

撥備矩陣初步基於本集團過往觀察所得違約率而釐定。本集團將調整矩陣，藉以按前瞻性資料調整過往信貸虧損經驗。舉例而言，倘預測經濟環境（即本地生產總值）預期將於未來一年惡化，導致製造業違約事件增加，則會調整過往違約率。於各報告日期，過往觀察所得違約率將予更新，並會分析前瞻性估計變動。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Estimation uncertainty *(continued)*

##### *Provision for expected credit losses on trade receivables (continued)*

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in note 18 to the financial statements.

##### *Fair value of unlisted equity investments*

The unlisted equity investments have been valued based on a market-based valuation technique as detailed in note 38 to the financial statements. The valuation requires the Group to determine the comparable public companies (peers). In addition, the Group makes estimates about the discount for illiquidity. The Group classifies the fair value of these investments as Level 2. The fair value of the unlisted equity investments at 31 December 2023 was RMB2,000,000 (2022: RMB3,274,000). Further details are included in note 20 to the financial statements.

##### *Estimation of the fair value of financial assets at fair value through profit or loss*

Certain financial assets are measured at fair value at the end of each reporting period as disclosed in note 38 to the financial statements.

### 3. 重大會計判斷及估計 *(續)*

#### 估計不確定因素 *(續)*

##### *應收賬款的預期信貸虧損撥備 *(續)**

對過往觀察所得違約率、預測經濟環境及預期信貸虧損之間的關連性進行的評估屬重大估計。預期信貸虧損金額對情況變化及預測經濟環境相當敏感。本集團過往信貸虧損經驗及預測經濟環境亦未必能代表客戶日後的實際違約情況。有關本集團應收賬款的預期信貸虧損資料已於財務報表附註18披露。

##### *非上市權益投資的公允價值*

非上市權益投資按市場化估值方法(如財務報表附註38所詳列)進行估值。估值要求本集團確定具有可比性的上市公司(同行)。此外,本集團亦對流動性不足估計折扣。本集團將該等投資的公允價值分類為第二級。非上市權益投資於2023年12月31日的公允價值為人民幣2,000,000元(2022年:人民幣3,274,000元)。進一步詳情載於財務報表附註20。

##### *估計以公允價值計量且其變動計入當期損益的金融資產之公允價值*

誠如財務報表附註38所披露,若干金融資產於各報告期末按公允價值計量。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Estimation uncertainty *(continued)*

##### *Estimation of the fair value of financial assets at fair value through profit or loss (continued)*

The fair value of financial investments that are not traded in an active market is determined using valuation techniques. The Group uses its judgement to select methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. Changes in these assumptions and estimates could materially affect the fair value of these financial assets. Further details are included in notes 20 and 38 to the financial statements.

#### *Leases — Estimating the incremental borrowing rate*

The Group cannot readily determine the interest rate implicit in a lease, and therefore, it uses an incremental borrowing rate (“**IBR**”) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group “would have to pay”, which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when it needs to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary’s functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary’s stand-alone credit rating).

### 3. 重大會計判斷及估計 *(續)*

#### 估計不確定因素 *(續)*

##### *估計以公允價值計量且其變動計入當期損益的金融資產之公允價值 (續)*

並未在活躍市場買賣的金融投資的公允價值使用估值技術釐定。本集團主要根據各報告期末現行市況使用判斷選擇方式並作出假設。有關該等假設及估計變動可能會對該等金融資產的公允價值產生重大影響。進一步詳情載於財務報表附註20及38。

#### *租賃 — 估計增量借款利率*

本集團無法輕易確定租賃中的內含利率，因此，本集團使用增量借款利率（「**增量借款利率**」）計量租賃負債。增量借款利率為本集團於類似經濟環境中為取得與使用權資產價值相近的資產，而以類似抵押品於類似期間借入所需資金應支付的利率。因此，增量借款利率反映了本集團「應支付」的利率，當無可觀察的利率時（如就並無訂立融資交易的附屬公司而言）或當須對利率進行調整以反映租賃的條款及條件時（如當租賃並非以附屬公司的功能貨幣訂立時），則須作出利率估計。當可觀察輸入數據可用時，本集團使用可觀察輸入數據（如市場利率）估算增量借款利率並須作出若干實體特定的估計（附屬公司的獨立信用評級）。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(continued)*

#### Estimation uncertainty *(continued)*

##### *Impairment of non-financial assets (other than goodwill)*

The Group assesses whether there are any indicators of impairment for all non-financial assets (including the right-of-use assets) at the end of each reporting period. Indefinite life intangible assets are tested for impairment annually and at other times when such an indicator exists. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

##### *Estimation of inventory provision*

The Group recognises a provision for inventories when the cost of inventories exceeds the net realisable value. The assessment of inventory provision requires management estimates on the future selling price and future cost to be incurred on the inventories. Where the actual outcome or expectation in future is different from the original estimate, such differences will impact on the carrying value of inventories and provision charge/write-back of provision. The Group also reviews the condition of the inventories of the Group and makes provision for obsolete inventory items identified that were no longer suitable for sale.

### 3. 重大會計判斷及估計 *(續)*

#### 估計不確定因素 *(續)*

##### *非金融資產減值 (商譽除外)*

本集團於各報告期末評估所有非金融資產(包括使用權資產)是否出現任何減值的跡象。無限年期的無形資產會每年及於出現減值跡象的其他時候進行減值測試。其他非金融資產於有跡象顯示賬面值可能無法收回時進行減值測試。資產或現金產生單位賬面值超逾其可回收金額(即高出其公允價值減出售成本及其使用價值)時,則存在減值。公允價值減出售成本乃按以公平交易方式就類似資產從具有約束力的銷售交易可獲得數據,或可觀察市價減出售資產的已增量成本計量。當計算使用價值時,管理層必須估計來自資產或現金產生單位的預期未來現金流量,並選擇合適的貼現率以計算該等現金流量的現值。

##### *存貨撥備估計*

本集團於存貨成本高於可變現淨值時確認存貨撥備。評估存貨撥備需管理層對存貨將產生的未來售價及未來成本作出估計。倘日後的實際結果或預期不同於最初估計,則該等差額將影響存貨的賬面值及撥備費用/撥備撥回。本集團亦審查本集團的存貨狀況並對發現不再適於銷售的陳舊存貨項目作出撥備。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

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### 4. OPERATING SEGMENT INFORMATION

Since the Group's revenue and operating losses were mainly from the activities related to the development, production, marketing, and sale of integrated solutions of AI-based software and hardware in Chinese Mainland, and most of the Group's identifiable operating assets and liabilities are in Chinese Mainland, the Group only has one reportable operating segment.

#### Geographical information

##### (a) Revenue from external customers

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Chinese Mainland	中國內地	194,728	112,104
Other countries/regions	其他國家／地區	9,236	1,553
Total revenue	收入總額	<u>203,964</u>	<u>113,657</u>

The revenue information above is based on the locations of the customers.

##### (b) Non-current assets

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Chinese Mainland	中國內地	254,572	43,818
Total non-current assets	非流動資產總值	<u>254,572</u>	<u>43,818</u>

The non-current asset information above is based on the locations of the assets and excludes financial instruments and deferred tax assets.

### 4. 經營分部資料

由於本集團收入及經營虧損主要來自於中國內地的開發、生產、市場營銷及銷售人工智能軟硬件一體化解決方案的活動，而本集團大部分可識別經營資產及負債均位於中國內地，故本集團僅有一個須予報告的經營分部。

#### 地區資料

##### (a) 來自外部客戶的收入

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Chinese Mainland	中國內地	194,728	112,104
Other countries/regions	其他國家／地區	9,236	1,553
Total revenue	收入總額	<u>203,964</u>	<u>113,657</u>

上述收入資料乃根據客戶之地點劃分。

##### (b) 非流動資產

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Chinese Mainland	中國內地	254,572	43,818
Total non-current assets	非流動資產總值	<u>254,572</u>	<u>43,818</u>

上述非流動資產資料乃根據資產(未計金融工具及遞延稅項資產)之地點劃分。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 4. OPERATING SEGMENT INFORMATION

*(continued)*

##### Information about a major customer

###### (a) Disaggregated revenue information

Revenue from each of the major customers (aggregated if under common control) which accounted for 10% or more of the Group's revenue during the year is set out below:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Customer A	客戶A	30,702	20,306
Customer B	客戶B	*	36,549
		<b>30,702</b>	<b>56,855</b>

\* The corresponding revenue of the customer is not disclosed as the revenue individually did not account for 10% or more of the Group's revenue for the year ended 31 December 2023.

#### 5. REVENUE, OTHER INCOME AND GAINS/ (LOSSES)

An analysis of revenue is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Revenue from contracts with customers	來自客戶合約的收入	<b>203,964</b>	<b>113,657</b>

#### 4. 經營分部資料 (續)

##### 主要客戶之資料

###### (a) 分類收入資料

於年內來自佔本集團收入10%或以上的各個主要客戶的收入(如受共同控制則合併計算)載列如下:

\* 截至2023年12月31日止年度，由於個別計算的收入並不佔本集團的收入10%或以上，因此並無披露該客戶的相應收入。

#### 5. 收入、其他收入及收益/(虧損)

收入的分析如下:

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 5. REVENUE, OTHER INCOME AND GAINS/ (LOSSES) (continued) 5. 收入、其他收入及收益／(虧損)(續)

#### (a) Disaggregated revenue information

#### (a) 分類收入資料

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Types of customers</b>	<b>客戶類型</b>		
Medical institutions (Airdoc Medical)	醫療機構(鷹瞳醫療)	84,579	28,190
Consumer healthcare environments (Airdoc Health)	大健康場景(鷹瞳健康)	44,401	41,844
Eye health management settings (Airdoc Eye Health)	眼健康管理場景 (鷹瞳眼健康)	74,984	43,623
Total	總計	<u>203,964</u>	<u>113,657</u>
<b>Geographical markets</b>	<b>地區市場</b>		
Chinese Mainland	中國內地	194,728	112,104
Other countries/regions	其他國家／地區	9,236	1,553
Total	總計	<u>203,964</u>	<u>113,657</u>
<b>Timing of revenue recognition</b>	<b>收入確認的時間</b>		
Goods or services transferred at a point in time	於某時間點轉移的貨品 或服務	180,941	77,510
Services transferred over time	隨時間推移轉讓的服務	23,023	36,147
Total	總計	<u>203,964</u>	<u>113,657</u>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 5. REVENUE, OTHER INCOME AND GAINS/ (LOSSES) (continued)

The following table shows the amount of revenue recognised in the current reporting period that was included in the contract liabilities at the beginning of the reporting period and recognised from performance obligations satisfied in previous periods:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:	計入報告期初合約負債之已確認收入：		
Revenue from contracts with customers	來自客戶合約的收入	<u>14,005</u>	<u>13,963</u>

All the amounts of transaction prices allocated to the remaining performance obligations are expected to be recognised as revenue within one year or less, the Group need not to disclose the information about its remaining performance obligations.

#### 5. 收入、其他收入及收益/ (虧損)(續)

下表載列於本報告期間確認的計入報告期初合約負債及自過往期間達成履約責任所確認的收入金額：

分配至剩餘履約責任之所有交易價格金額預期將於一年或更短時間內確認為收入，故本集團無需披露有關其剩餘履約責任的資料。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 5. REVENUE, OTHER INCOME AND GAINS/ (LOSSES) (continued) 5. 收入、其他收入及收益／(虧損)(續)

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Other income</b>	<b>其他收入</b>		
Interest income from bank deposits	銀行存款利息收入	13,024	9,142
Investment income/(loss) from financial assets	金融資產所得投資收入／(虧損)	33,218	(22,188)
Total other income	其他收入總額	46,242	(13,046)
<b>Gains</b>	<b>收益</b>		
Fair value gains on financial assets at fair value through profit or loss	以公允價值計量且其變動計入當期損益的金融資產的公允價值收益	6,691	16,248
Foreign exchange gains, net	匯兌收益淨額	3,437	58,561
Government grants	政府補助	1,734	7,047
Total gains	收益總額	11,862	81,856
Total other income and gains	其他收入及收益總額	58,104	68,810
<b>Other losses</b>	<b>其他虧損</b>		
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損	(4,372)	(1,290)
Loss on termination of the leases contracts	終止租賃合約的虧損	(116)	—
Donation expenses	捐贈開支	(2,568)	—
Others	其他	(2,560)	—
Total other losses	其他虧損總額	(9,616)	(1,290)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 6. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/ (crediting):

### 6. 稅前虧損

本集團稅前虧損乃於扣除／(計入) 以下各項後得出：

		Notes 附註	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Cost of inventories sold	已售存貨成本		46,278	27,719
Cost of AI-based software solutions provided	已提供人工智能軟件解決方案成本		32,553	30,086
<b>Total</b>	<b>總計</b>		<b>78,831</b>	<b>57,805</b>
Depreciation of property, plant and equipment	物業、廠房及設備折舊	13	17,140	15,774
Depreciation of right-of-use assets	使用權資產折舊	14(a)	8,388	6,760
Amortisation of other intangible assets	其他無形資產攤銷	16	6,424	131
Lease payments not included in the measurement of lease liabilities	未計入租賃負債計量的租賃付款	14(c)	1,638	2,419
Auditor's remuneration	核數師薪酬		2,880	3,200
Employee benefit expense (including Directors', supervisors' and chief executive's remuneration (note 8)):	僱員福利開支(包括董事、監事及最高行政人員薪酬(附註8)):			
Salaries, wages and other benefits	薪金、工資及其他福利		182,454	177,856
Share-based payments	股份支付		18,449	25,086
Pension scheme contributions*	退休金計劃供款*		13,184	13,021
<b>Total</b>	<b>總計</b>		<b>214,087</b>	<b>215,963</b>
Impairment of financial assets, net:	金融資產減值淨額:			
Impairment of trade receivables, net	應收賬款減值淨額	18	9,682	5,440
Impairment of other receivables, net (Reversal of impairment)/impairment of a guarantee contract	其他應收款項減值淨額(擔保合約(減值撥回)/減值)	19	971	11
			(2,990)	2,990
<b>Total</b>	<b>總計</b>		<b>7,663</b>	<b>8,441</b>
Foreign exchange gains, net	匯兌收益淨額	5	(3,437)	(58,561)
Fair value gains on financial assets at fair value through profit or loss, net	以公允價值計量且其變動計入當期損益的金融資產公允價值收益淨額	5	(6,691)	(16,248)
Interest income	利息收入	5	(13,024)	(9,142)
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損		4,372	1,290

\* There are no forfeited contributions that may be used by the Group as the employer to reduce the existing level of contributions.

\* 並不存在本集團(作為僱主)可用於以降低現有供款水平的已沒收供款。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 7. FINANCE COSTS

An analysis of finance costs is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Interest on lease liabilities	租賃負債利息	545	439

### 7. 財務成本

財務成本分析如下：

### 8. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors', supervisors' and chief executive's remuneration for the year, disclosed pursuant to the Listing Rules, section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

### 8. 董事、監事及最高行政人員薪酬

根據上市規則、香港公司條例第383(1)(a)、(b)、(c)及(f)條及公司(披露董事利益資料)規例第2部披露年內董事、監事及最高行政人員薪酬如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Fees	袍金	740	740
Other remunerations:	其他薪酬：		
Salaries, allowances and other benefits	薪金、津貼及其他福利	3,677	4,645
Performance bonuses	績效花紅	446	82
Share-based payments	股份支付	19,605	2,380
Pension scheme contributions	退休金計劃供款	295	291
Subtotal	小計	24,023	7,398
Total	總計	24,763	8,138

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 8. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

*(continued)*

During the year, the chief executive was granted restricted shares, in respect of his service to the Group, under the 2022 Equity Incentive Scheme, further details of which are set out in note 31 to the financial statements. The fair value of such restricted share units and restricted shares, which has been recognised in the statement of profit or loss over the vesting period, was determined as at the date of grant and the amounts included in the financial statements for the current year are included in the above directors', supervisors' and chief executive's remuneration disclosures.

##### (a) Independent non-executive directors

The fees paid to independent non-executive directors during the year were as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Dr. Huang Yanlin	黃彥林博士	180	180
Dr. Wu Yangfeng	武陽豐博士	180	180
Mr. Ng Kong Ping Albert	吳港平先生	280	280
Total	總計	<u>640</u>	<u>640</u>

There were no other remunerations payable to the independent non-executive directors during the year.

#### 8. 董事、監事及最高行政人員薪酬 (續)

年內，最高行政人員已根據2022年股權激勵計劃就彼向本集團提供之服務獲授受限制股份，進一步詳情載於財務報表附註31。相關受限制股份單位及受限制股份的公允價值已按歸屬期於損益表確認，並於授出日期釐定且於本年度財務報表入賬的金額已計入前述董事、監事及最高行政人員的薪酬披露中。

##### (a) 獨立非執行董事

年內支付予獨立非執行董事的袍金如下：

年內並無應付獨立非執行董事的其他薪酬。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

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### 8. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

(continued)

(b) Executive directors, non-executive directors, the chief executive and supervisors

### 8. 董事、監事及最高行政人員薪酬 (續)

(b) 執行董事、非執行董事、最高行政人員及監事

		Salaries, allowances and other benefits		Performance bonuses	Share-based payments	Pension scheme contributions	Total
		Fees	and other benefits				
		袍金	薪金、津貼及其他福利	績效花紅	股份支付	退休金計劃供款	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>2023</b>	<b>2023年</b>						
Chief executive:	最高行政人員：						
Mr. Zhang Dalei	張大磊先生	—	416	—	19,700	54	20,170
Executive directors:	執行董事：						
Mr. Chen Hailong (i)	陳海龍先生(i)	—	821	98	—	63	982
Mr. Chen Yuzhong (i)	陳羽中先生(i)	—	1,038	144	(95)	68	1,155
Mr. Gao Fei (i)	高斐先生(i)	—	—	—	—	—	—
Ms. Wang Lin (ii)	王林女士(ii)	—	683	135	—	47	865
Mr. He Chao (ii)	和超先生(ii)	—	—	—	—	—	—
Mr. Qin Yong (ii)	秦勇先生(ii)	—	—	—	—	—	—
Subtotal	小計	—	2,542	377	(95)	178	3,002
Non-executive directors:	非執行董事：						
Ms. Wang Mi (iii)	王謐女士(iii)	—	—	—	—	—	—
Mr. Chen Xin (iii)	陳欣先生(iii)	—	—	—	—	—	—
Ms. Zhu Tingyao (iii)	朱艇遙女士(iii)	—	—	—	—	—	—
Subtotal	小計	—	—	—	—	—	—
Supervisors:	監事：						
Mr. Wei Yubo	魏宇博先生	—	719	69	—	63	851
Ms. Bai Huihui	白惠惠女士	—	—	—	—	—	—
Ms. Luo Ting (iv)	羅婷女士(iv)	100	—	—	—	—	100
Subtotal	小計	100	719	69	—	63	951
Total	總計	100	3,677	446	19,605	295	24,123



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 8. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

(continued)

(b) Executive directors, non-executive directors, the chief executive and supervisors (continued)

### 8. 董事、監事及最高行政人員薪酬 (續)

(b) 執行董事、非執行董事、最高行政人員及監事 (續)

		Fees	Salaries, allowances and other benefits	Performance bonuses	Share-based payments	Pension scheme contributions	Total
		袍金	薪金、津貼及其他福利	績效花紅	股份支付	退休金計劃供款	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
2022	2022年						
Chief executive:	最高行政人員：						
Mr. Zhang Dalei	張大磊先生	—	476	—	—	54	530
Executive directors:	執行董事：						
Mr. Chen Hailong (i)	陳海龍先生(i)	—	926	30	—	58	1,014
Mr. Chen Yuzhong (i)	陳羽中先生(i)	—	1,072	32	2,380	63	3,547
Mr. Gao Fei (i)	高斐先生(i)	—	1,255	—	—	58	1,313
Subtotal	小計	—	3,253	62	2,380	179	5,874
Non-executive directors:	非執行董事：						
Ms. Wang Mi (iii)	王謐女士(iii)	—	—	—	—	—	—
Mr. Chen Xin (iii)	陳欣先生(iii)	—	—	—	—	—	—
Mr. Jiang Bo (iii)	蔣波先生(iii)	—	—	—	—	—	—
Subtotal	小計	—	—	—	—	—	—
Supervisors:	監事：						
Mr. Wei Yubo	魏宇博先生	—	916	20	—	58	994
Ms. Bai Huihui	白惠惠女士	—	—	—	—	—	—
Ms. Zhou Wenjuan (iv)	周雯娟女士(iv)	—	—	—	—	—	—
Ms. Luo Ting (iv)	羅婷女士(iv)	100	—	—	—	—	100
Subtotal	小計	100	916	20	—	58	1,094
Total	總計	100	4,645	82	2,380	291	7,498

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 8. DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVE'S REMUNERATION

*(continued)*

##### (b) Executive directors, non-executive directors, the chief executive and supervisors *(continued)*

- (i) Mr. Gao Fei resigned as an executive director of the Company on 13 January 2023. Mr. Chen Hailong and Mr. Chen Yuzhong resigned as executive directors of the Company on 29 December 2023.
- (ii) Ms. Wang Lin was appointed as an executive director of the Company on 20 March 2023. Mr. He Chao and Mr. Qin Yong were appointed as executive directors of the Company on 29 December 2023.
- (iii) Ms. Wang Mi resigned as a non-executive director of the Company on 13 January 2023. Mr. Chen Xin resigned as a non-executive director of the Company on 29 December 2023. Mr. Jiang Bo resigned as a non-executive director of the Company on 19 May 2022. Ms. Zhu Tingyao was appointed as a non-executive director of the Company on 30 March 2023 and resigned as a non-executive director of the Company on 27 July 2023.
- (iv) Ms. Luo Ting has been appointed as a supervisor with effect from 19 May 2022. Ms. Zhou Wenjuan resigned as a supervisor of the Company on 17 March 2022.

There was no arrangement under which a director, a supervisor or a chief executive waived or agreed to waive any remuneration during the year.

#### 8. 董事、監事及最高行政人員薪酬 (續)

##### (b) 執行董事、非執行董事、最高行政人員及監事 (續)

- (i) 高斐先生於2023年1月13日辭任本公司執行董事。陳海龍先生及陳羽中先生於2023年12月29日辭任本公司執行董事。
- (ii) 王林女士於2023年3月20日獲委任為本公司執行董事。和超先生及秦勇先生於2023年12月29日獲委任為本公司執行董事。
- (iii) 王謐女士於2023年1月13日辭任本公司非執行董事。陳欣先生於2023年12月29日辭任本公司非執行董事。蔣波先生於2022年5月19日辭任本公司非執行董事。朱艇遙女士於2023年3月30日獲委任為本公司非執行董事，並於2023年7月27日辭任。
- (iv) 羅婷女士於2022年5月19日獲委任為監事。周雯娟女士於2022年3月17日辭任本公司監事。

年內，概無董事、監事或最高行政人員根據任何安排放棄或同意放棄任何薪酬。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 9. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included the chief executive (2022: the chief executive), details of whose remuneration are set out in note 8 above. Details of the remuneration for the year of the remaining four (2022: four) highest paid employees who were not a director, supervisor or chief executive of the Company during the year are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries, allowances and other benefits	薪金、津貼及其他福利	5,100	5,834
Performance bonuses	績效花紅	541	23
Pension scheme contributions	退休金計劃供款	253	220
Share-based payments	股份支付	1,679	14,322
Total	總計	<u>7,573</u>	<u>20,399</u>

The number of non-director, non-supervisor and non-chief executive highest paid employees whose remuneration fell within the following bands is as follows:

		Number of employees 僱員數目	
		2023 2023年	2022 2022年
HKD1,000,001 to HKD2,000,000	1,000,001港元至2,000,000港元	3	—
HKD2,000,001 to HKD3,000,000	2,000,001港元至3,000,000港元	1	—
HKD5,000,001 to HKD6,000,000	5,000,001港元至6,000,000港元	—	2
HKD6,000,001 to HKD7,000,000	6,000,001港元至7,000,000港元	—	2
Total	總計	<u>4</u>	<u>4</u>

#### 9. 五名最高薪酬僱員

年內，五名最高薪酬僱員包括最高行政人員（2022年：最高行政人員），其薪酬詳情載於上文附註8。餘下的四名（2022年：四名）最高薪酬僱員（非董事、監事或非本公司最高行政人員）於年內的薪酬詳情如下：

介乎下列薪酬範圍的非董事、非監事及非最高行政人員最高薪酬僱員人數如下：



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 9. FIVE HIGHEST PAID EMPLOYEES

*(continued)*

In prior years, restricted share units were granted to non-director, non-supervisor, and non-chief executive highest paid employees in respect of their services to the Group, under Incentives granted prior to the Listing, further details of which are included in the disclosures in note 31 to the financial statements. The fair value of such restricted share units, which has been recognised in the statement of profit or loss over the vesting period, was determined as at the date of grant and the amount included in the financial statements for the current year is included in the above non-director, non-supervisor, and non-chief executive highest paid employees' remuneration disclosures.

### 10. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

Pursuant to the relevant rules and regulations of the Cayman Islands, a subsidiary of the Group incorporated therein are not subject to any income tax in the Cayman Islands.

Hong Kong profits tax has been provided at the rate of 8.25% (2022: 8.25%) on the estimated assessable profits arising in Hong Kong during the year of one subsidiary of the Group which is a qualifying entity under the two-tiered profits tax rates regime.

### 9. 五名最高薪酬僱員 (續)

於過往年度，非董事、非監事及非最高行政人員的最高薪酬僱員根據上市前授予的激勵就彼等向本集團提供之服務獲授受限制股份單位，其進一步詳情載於財務報表附註31中的披露。相關受限制股份單位的公允價值已按歸屬期於損益表確認，並於授出日期釐定且於本年度財務報表入賬的金額已計入前述非董事、非監事及非最高行政人員的最高薪酬僱員的薪酬披露中。

### 10. 所得稅

本集團的各個實體須就產生自或源自本集團成員公司所在及所經營的司法管轄區的溢利繳納所得稅。

根據開曼群島相關規則及法規，在開曼群島註冊成立的本集團一家附屬公司在開曼群島毋須繳納任何所得稅。

香港利得稅乃根據年內於香港產生之估計應課稅溢利按8.25% (2022年：8.25%)之稅率計提撥備，惟本集團的一家附屬公司除外，該公司為符合兩級制利得稅稅率制度的實體。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 10. INCOME TAX (continued)

Under the relevant PRC income tax law, entities qualified as high-technology enterprises are entitled to a preferential income tax rate of 15%. The Company and three subsidiaries were recognised as high-technology enterprises and are subject to income tax at 15%.

Under the relevant PRC income tax law, the PRC subsidiaries of the Group are subject to income tax at a rate of 25% on their respective taxable income except for the Company and the three subsidiaries.

An analysis of the provision for tax in the financial statements is as follows:

#### 10. 所得稅(續)

根據相關中國所得稅法，合資格為高新技術企業的實體可享受15%的優惠所得稅稅率。本公司及三家附屬公司獲認定為高新技術企業，按15%的稅率繳納所得稅。

根據相關中國所得稅法，除本公司及三家附屬公司外，本集團中國附屬公司須就其各自應課稅收入按25%的稅率繳納所得稅。

於財務報表的稅項撥備分析如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Current — Hong Kong	即期 — 香港	49	—
Deferred (note 27)	遞延(附註27)	(254)	—
Total tax credit for the year	年內稅項抵免總額	(205)	—

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 10. INCOME TAX (continued)

A reconciliation of the tax credit applicable to loss before tax at the statutory tax rate for Chinese Mainland to the tax credit at the effective tax rate is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Loss before tax	稅前虧損	(145,859)	(182,740)
Tax at the statutory tax rate of 25%	按法定稅率25%計稅	(36,465)	(45,685)
Preferential tax rates applicable to certain subsidiaries	適用於若干附屬公司的優惠稅率	6,857	21,122
Additional deductible allowance for qualified research and development expenses	就合資格研發開支而獲得的額外可扣減撥備	(15,264)	(16,297)
Expenses not deductible for tax	不可扣稅的開支	5,317	7,345
Tax losses not recognised	未確認稅項虧損	35,296	29,500
Temporary differences not recognised	未確認暫時差額	4,214	4,015
Others	其他	(160)	—
Tax credit at the Group's effective rate	按本集團實際稅率計算的稅項抵免	(205)	—

### 11. DIVIDENDS

No dividends have been declared and paid by the Company for the year ended 31 December 2023 (2022: Nil).

### 10. 所得稅(續)

按中國內地法定稅率計算適用於稅前虧損的稅項抵免與按實際稅率計算的稅項抵免的對賬如下：

### 11. 股息

截至2023年12月31日止年度，本公司並無宣派及派付股息(2022年：無)。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 12. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic loss per share amount is based on the loss for the year attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 103,504,772 (2022: 103,002,000) in issue during the year.

No adjustment has been made to the basic loss per share amounts presented for the years ended 31 December 2023 and 2022.

The calculations of basic and diluted loss per share are based on:

#### 12. 母公司普通權益持有人應佔每股虧損

計算每股基本虧損金額乃基於母公司普通權益持有人應佔年內虧損及年內已發行普通股的加權平均數 103,504,772 股 (2022 年: 103,002,000 股)。

截至2023年及2022年12月31日止年度呈列的每股基本虧損金額並未作出調整。

每股基本及攤薄虧損的計算乃基於：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Loss</b>	<b>虧損</b>		
Loss attributable to ordinary equity holders of the parent, used in the basic and diluted loss per share calculations	母公司普通權益持有人應佔虧損，用以計算每股基本及攤薄虧損	132,533	180,003
<b>Number of shares</b>			
<b>Shares</b>	<b>股份</b>		
Weighted average number of ordinary shares in issue during the year used in the basic and diluted loss per share calculations	年內已發行普通股加權平均數，用以計算每股基本及攤薄虧損	103,504,772	103,002,000

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 13. PROPERTY, PLANT AND EQUIPMENT

### 13. 物業、廠房及設備

		Hardware devices 硬件設備 RMB'000 人民幣千元	Furniture and others 辦公設備及其他 RMB'000 人民幣千元	Leasehold improvements 租賃物業裝修 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>31 December 2023</b>	<b>2023年12月31日</b>				
At 31 December 2022 and at 1 January 2023:	於2022年12月31日及於2023年1月1日：				
Cost	成本	42,870	8,897	4,211	55,978
Accumulated depreciation	累計折舊	(28,259)	(2,040)	(1,521)	(31,820)
Net carrying amount	賬面淨值	14,611	6,857	2,690	24,158
At 1 January 2023, net of accumulated depreciation	於2023年1月1日，扣除累計折舊	14,611	6,857	2,690	24,158
Additions	添置	12,930	1,261	1,157	15,348
Disposals	出售	(4,372)	—	—	(4,372)
Depreciation provided during the year	年內計提折舊	(10,226)	(4,855)	(2,059)	(17,140)
At 31 December 2023, net of accumulated depreciation	於2023年12月31日，扣除累計折舊	12,943	3,263	1,788	17,994
At 31 December 2023:	於2023年12月31日：				
Cost	成本	29,651	10,158	5,368	45,177
Accumulated depreciation	累計折舊	(16,708)	(6,895)	(3,580)	(27,183)
Net carrying amount	賬面淨值	12,943	3,263	1,788	17,994

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 13. PROPERTY, PLANT AND EQUIPMENT

*(continued)*

### 13. 物業、廠房及設備 (續)

		Hardware devices 硬件設備 RMB'000 人民幣千元	Furniture and others 辦公設備 及其他 RMB'000 人民幣千元	Leasehold improvements 租賃物業 裝修 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>31 December 2022</b>	<b>2022年12月31日</b>				
At 31 December 2021 and at 1 January 2022:	於2021年12月31日及 於2022年1月1日：				
Cost	成本	48,205	5,497	2,005	55,707
Accumulated depreciation	累計折舊	(17,950)	(949)	(724)	(19,623)
Net carrying amount	賬面淨值	<u>30,255</u>	<u>4,548</u>	<u>1,281</u>	<u>36,084</u>
At 1 January 2022, net of accumulated depreciation	於2022年1月1日， 扣除累計折舊	30,255	4,548	1,281	36,084
Additions	添置	3,622	3,267	2,399	9,288
Acquisition of a subsidiary	收購一家附屬公司	385	133	—	518
Disposals	出售	(1,030)	—	(156)	(1,186)
Depreciation provided during the year	年內計提折舊	(13,849)	(1,091)	(834)	(15,774)
Transfer to inventories	轉撥自存貨	(4,772)	—	—	(4,772)
At 31 December 2022, net of accumulated depreciation	於2022年12月31日， 扣除累計折舊	<u>14,611</u>	<u>6,857</u>	<u>2,690</u>	<u>24,158</u>
At 31 December 2022:	於2022年12月31日：				
Cost	成本	42,870	8,897	4,211	55,978
Accumulated depreciation	累計折舊	(28,259)	(2,040)	(1,521)	(31,820)
Net carrying amount	賬面淨值	<u>14,611</u>	<u>6,857</u>	<u>2,690</u>	<u>24,158</u>



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 14. LEASES

#### The Group as a lessee

The Group has lease contracts for various items of plant and buildings used in its operations. Leases of plant and buildings generally have lease terms between 2 and 3 years. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

#### (a) Right-of-use assets

The carrying amounts of the Group's right-of-use assets and the movements during the year are as follows:

### 14. 租賃

#### 本集團作為承租人

本集團就其經營中使用的各項廠房及樓宇訂有租賃合約。廠房及樓宇的租期通常為2至3年。一般而言，本集團不得向本集團以外人士轉讓及轉租租賃資產。

#### (a) 使用權資產

年內本集團使用權資產的賬面值及變動如下：

		Plant and buildings 廠房及樓宇 RMB'000 人民幣千元
As at 1 January 2022	於2022年1月1日	8,875
Additions	添置	9,299
Early termination of lease contracts	租賃合約的提前終止	(2,496)
Depreciation charge	折舊開支	(6,760)
As at 31 December 2022 and 1 January 2023	於2022年12月31日及 於2023年1月1日	<b>8,918</b>
Additions	添置	<b>10,221</b>
Early termination of lease contracts	租賃合約的提前終止	<b>(300)</b>
Depreciation charge	折舊開支	<b>(8,388)</b>
As at 31 December 2023	於2023年12月31日	<b>10,451</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 14. LEASES (continued)

##### The Group as a lessee (continued)

##### (b) Lease liabilities

The carrying amount of lease liabilities and the movements during the year are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Carrying amount at 1 January	於1月1日的賬面值	8,013	8,195
New leases	新租約	10,221	9,299
Early termination of lease contracts	租賃合約的提前終止	(184)	(2,450)
Accretion of interest recognised during the year	年內已確認累計利息	545	439
Payments	付款	(9,221)	(7,470)
Carrying amount at 31 December	於12月31日的賬面值	<u>9,374</u>	<u>8,013</u>
Analysed into:	分析為：		
Current portion	即期部分	8,622	4,085
Non-current portion	非即期部分	<u>752</u>	<u>3,928</u>

The maturity analysis of lease liabilities is disclosed in note 39 to the financial statements.

#### 14. 租賃(續)

##### 本集團作為承租人(續)

##### (b) 租賃負債

年內租賃負債的賬面值及變動如下：

	2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Carrying amount at 1 January	8,013	8,195
New leases	10,221	9,299
Early termination of lease contracts	(184)	(2,450)
Accretion of interest recognised during the year	545	439
Payments	(9,221)	(7,470)
Carrying amount at 31 December	<u>9,374</u>	<u>8,013</u>
Analysed into:		
Current portion	8,622	4,085
Non-current portion	<u>752</u>	<u>3,928</u>

租賃負債的到期日分析於財務報表附註39中披露。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 14. LEASES (continued)

#### The Group as a lessee (continued)

(c) The amounts recognised in profit or loss in relation to leases are as follows:

			2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Interest on lease liabilities	租賃負債利息	7	545	439
Depreciation charge of right-of-use assets	使用權資產折舊開支	6	8,388	6,760
Expense relating to short-term leases	短期租賃相關開支	6	1,638	2,419
Total amount recognised in profit or loss	於損益中確認的款項總額		10,571	9,618

(d) The total cash outflow for leases is disclosed in note 33(c) to the financial statements.

### 14. 租賃(續)

#### 本集團作為承租人(續)

(c) 於損益中確認的租賃相關款項如下：

(d) 租賃現金流出總額於財務報表附註33(c)中披露。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 15. GOODWILL

### 15. 商譽

		RMB'000 人民幣千元
Cost at 1 January 2022	於2022年1月1日的成本	—
Acquisition of subsidiaries	收購附屬公司	<u>970</u>
Cost and net carrying amount at 31 December 2022	於2022年12月31日的成本及賬面淨值	<u>970</u>
At 31 December 2022:	於2022年12月31日：	
Cost	成本	970
Accumulated impairment	累計減值	<u>—</u>
Net carrying amount	賬面淨值	<u>970</u>
Cost at 1 January 2023, net of accumulated impairment	於2023年1月1日的成本，扣除累計減值	970
Acquisition of subsidiaries (note 32)	收購附屬公司(附註32)	<u>126,243</u>
Cost and net carrying amount at 31 December 2023	於2023年12月31日的成本及賬面淨值	<u>127,213</u>
At 31 December 2023:	於2023年12月31日：	
Cost	成本	127,213
Accumulated impairment	累計減值	<u>—</u>
Net carrying amount	賬面淨值	<u>127,213</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 15. GOODWILL (continued)

#### Impairment testing of goodwill

Goodwill acquired through the business combinations is allocated to the following cash-generating units (“CGUs”) for impairment testing:

- (a) Myopia treatment products cash-generating unit; and
- (b) Other cash-generating units.

The carrying amount of goodwill allocated to each of the CGUs is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Myopia treatment products CGU (“Myopia CGU”)	近視治療產品現金產生單位(「近視現金產生單位」)	126,243	—
Other CGUs	其他現金產生單位	970	970
Total	總計	<u>127,213</u>	<u>970</u>

For goodwill in connection with the Myopia CGU, the recoverable amount has been determined based on a value in use (“VIU”) calculation using cash flow projections based on financial budgets approved by the senior management covering a five-year period.

### 15. 商譽(續)

#### 商譽減值測試

通過業務合併購入的商譽分配至以下現金產生單位(「現金產生單位」)以進行減值測試：

- (a) 近視治療產品現金產生單位；及
- (b) 其他現金產生單位。

分配至各項現金產生單位的商譽的賬面值如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Myopia treatment products CGU (“Myopia CGU”)	近視治療產品現金產生單位(「近視現金產生單位」)	126,243	—
Other CGUs	其他現金產生單位	970	970
Total	總計	<u>127,213</u>	<u>970</u>

就與近視現金產生單位有關的商譽而言，可收回金額乃採用基於高級管理層批准的覆蓋五年期間的財務預算作出的現金流量預測按使用價值(「使用價值」)計算釐定。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 15. GOODWILL (continued)

##### Impairment testing of goodwill (continued)

The following describes the key assumptions of the cash flow projections:

Revenue from the sale and service of Myopia treatment products — the bases used to determine the future earnings from the sale and service of Myopia treatment products are the historical sales and the average growth rate of the Group over the past years. The annual revenue growth rate in the forecast period for the next five years will continue to decline from 111% to 14%. The growth rate used to extrapolate the cash flows of the cash-generating unit beyond the five-year period from 31 December 2023 is 2.20%.

Operating expenses — the bases used to determine the values assigned are cost of inventories, staff costs, depreciation, amortisation and other operating expenses. The values assigned to the key assumptions reflect past experience and management's commitment to maintain its operating expenses at an acceptable level.

Discount rates — the discount rates used are before tax and reflect specific risks relating to the relevant unit. The discount rate applied to the cash flow projections beyond the one-year period is 17% as at 31 December 2023.

The values assigned to key assumptions on revenue from the sale and service of Myopia treatment products, operating expenses and discount rates are consistent with external information sources.

#### 15. 商譽(續)

##### 商譽減值測試(續)

現金流量預測之主要假設描述如下：

近視治療產品的銷售及服務收入 — 用於釐定近視治療產品的銷售及服務之未來收益的基準為本集團於近幾年的歷史銷售額及平均增長率。於未來五年的預測期內，年收入增長率將繼續從111%下降至14%。用於推斷於2023年12月31日起五年期後現金產生單位的現金流量增長率為2.20%。

營運開支 — 用於釐定已分配價值之基準為存貨成本、員工成本、折舊、攤銷及其他營運開支。分配至主要假設之價值反映過往經驗及管理層保持其營運開支處於合理水平的承諾。

貼現率 — 所用貼現率為稅前貼現率，並反映與有關單位相關之特定風險。於2023年12月31日，應用於超過一年期的現金流量預測的貼現率為17%。

分配至近視治療產品銷售及服務收入、營運開支及貼現率的關鍵假設的價值與外部資料來源一致。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 15. GOODWILL (continued)

#### Impairment testing of goodwill (continued)

Details of the headroom measured by excess of the recoverable amount over the carrying amount of the CGU as at 31 December 2023 is set out as follows:

Myopia treatment products

近視治療產品

2023  
2023年  
RMB'000  
人民幣千元

41,020

Management has undertaken sensitivity analysis on the impairment test of goodwill. The following table sets forth the hypothetical changes to discount rate or annual revenue that would, in isolation, have removed the remaining headroom as at 31 December 2023:

Increase in discount rate

貼現率增長

Annual revenue decreases by

年收入減少

2023  
2023年  
RMB'000  
人民幣千元

1.93%

13.41%

At 31 December 2023, the directors of the Company considered no reasonably possible change in the key assumptions mentioned above would cause the carrying amount of the CGU to exceed its recoverable amount.

The directors of the Company determined that there was no impairment of its Myopia CGU and other CGUs at 31 December 2023.

### 15. 商譽(續)

#### 商譽減值測試(續)

於2023年12月31日，按可收回金額超過現金產生單位賬面值的差額計量的淨空詳情如下：

管理層已對商譽的減值測試進行敏感性分析。下表載列於2023年12月31日可單獨消除剩餘淨空的貼現率或年收入的假設變化：

於2023年12月31日，本公司董事認為上述關鍵假設的合理可能變動不會導致現金產生單位的賬面值超過其可收回金額。

本公司董事釐定其近視現金產生單位及其他現金產生單位於2023年12月31日不存在減值。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 16. OTHER INTANGIBLE ASSETS

### 16. 其他無形資產

		Patent and technology 專利及 技術 RMB'000 人民幣千元	Software 軟件 RMB'000 人民幣千元	Brand 品牌 RMB'000 人民幣千元	Customer relationships 客戶關係 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>31 December 2023</b>	<b>2023年12月31日</b>					
Cost at 1 January 2023, net of accumulated amortisation	於2023年1月1日的 成本，扣除累計攤銷	5,037	821	—	—	5,858
Additions	添置	2,500	—	—	—	2,500
Acquisition of subsidiaries (note 32)(i)	收購附屬公司 (附註32)(i)	35,000	—	46,000	11,000	92,000
Amortisation provided during the year	年內計提攤銷	(3,012)	(87)	(2,683)	(642)	(6,424)
At 31 December 2023	於2023年12月31日	<u>39,525</u>	<u>734</u>	<u>43,317</u>	<u>10,358</u>	<u>93,934</u>
At 31 December 2023: Cost	於2023年12月31日： 成本	42,624	865	46,000	11,000	100,489
Accumulated amortisation	累計攤銷	(3,099)	(131)	(2,683)	(642)	(6,555)
Net carrying amount	賬面淨值	<u>39,525</u>	<u>734</u>	<u>43,317</u>	<u>10,358</u>	<u>93,934</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 16. OTHER INTANGIBLE ASSETS (continued)

### 16. 其他無形資產(續)

		Patent and technology 專利及 技術 RMB'000 人民幣千元	Software 軟件 RMB'000 人民幣千元	Brand 品牌 RMB'000 人民幣千元	Customer Relationships 客戶關係 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
31 December 2022	2022年12月31日					
Cost at 1 January 2022, net of accumulated amortisation	於2022年1月1日的 成本，扣除累計攤銷	—	—	—	—	—
Additions	添置	—	865	—	—	865
Acquisition of subsidiaries	收購附屬公司	5,124	—	—	—	5,124
Amortisation provided during the year	年內計提攤銷	(87)	(44)	—	—	(131)
At 31 December 2022	於2022年12月31日	<u>5,037</u>	<u>821</u>	<u>—</u>	<u>—</u>	<u>5,858</u>
At 31 December 2022:	於2022年12月31日：					
Cost	成本	5,124	865	—	—	5,989
Accumulated amortisation	累計攤銷	(87)	(44)	—	—	(131)
Net carrying amount	賬面淨值	<u>5,037</u>	<u>821</u>	<u>—</u>	<u>—</u>	<u>5,858</u>

(i) The management of the Group performed impairment testing for other intangible assets allocated to the Myopia CGU. Details about the Myopia CGU are given in note 15.

(i) 本集團管理層對分配予近視現金產生單位的其他無形資產進行減值測試。有關近視現金產生單位的詳情載於附註15。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 17. INVENTORIES

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Raw materials	原材料	20,391	9,115
Devices held for sale	持作出售的設備	19,743	20,456
Total	總計	<u>40,134</u>	<u>29,571</u>

#### 17. 存貨

#### 18. TRADE RECEIVABLES

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Trade receivables	應收賬款	95,852	70,407
Impairment	減值	<u>(16,212)</u>	<u>(6,530)</u>
Net carrying amount	賬面淨值	<u>79,640</u>	<u>63,877</u>

#### 18. 應收賬款

The Group's trading terms with its customers are mainly on credit, except for overseas customers, where payment in advance is normally required. The credit period is generally one month, extending up to three months for major customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

本集團與其客戶的貿易條款以信貸為主，惟海外客戶通常須支付預付款。信用期一般為一個月，而對主要客戶的信用期可延長至最多三個月。每名客戶均設有最高信用額度。本集團尋求嚴格控制其未收回應收款項，並設有信貸控制部門以最大程度地降低信貸風險。高級管理層定期審查逾期餘額。鑒於上述及本集團的應收賬款涉及大量分散的客戶，因此信貸風險並無顯著集中。本集團並未就其應收賬款餘額持有任何抵押品或其他信貸增強產品。應收賬款不計利息。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 18. TRADE RECEIVABLES (continued)

Included in the Group's trade receivables are amounts due from fellow subsidiaries of a minority shareholder of RMB2,624,000 (2022: RMB113,000), which are repayable on credit terms similar to those offered to the major customers of the Group.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Within 6 months	6個月內	48,019	55,842
6 to 12 months	6至12個月	21,340	6,875
Over 12 months	12個月以上	10,281	1,160
Total	總計	<u>79,640</u>	<u>63,877</u>

The movements in the loss allowance for impairment of trade receivables are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
At beginning of year	於年初	6,530	1,090
Impairment losses, net (note 6)	減值虧損淨額(附註6)	9,682	5,440
At end of year	於年末	<u>16,212</u>	<u>6,530</u>

### 18. 應收賬款(續)

本集團應收賬款包括應收一名少數股東的同系附屬公司款項人民幣2,624,000元(2022年:人民幣113,000元),而還款期與本集團授予其主要客戶之信貸賬期類同。

於報告期末,按發票日期為基準的應收賬款的賬齡分析如下:

應收賬款減值虧損撥備變動如下:

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 18. TRADE RECEIVABLES (continued)

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by customer type and rating, and coverage by letters of credit or other forms of credit insurance). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 31 December 2023

		Current (not past due) 即期 (未逾期)	Past due 逾期			Total 總計
			1-180 days 1至180天	181-360 days 181至360天	Above 360 days 360天以上	
Expected credit loss rate	預期信貸虧損率	1.57%	29.74%	58.54%	100.00%	
Gross carrying amount (RMB'000)	賬面總值(人民幣千元)	70,251	12,293	3,989	4,724	91,257
Expected credit losses (RMB'000)	預期信貸虧損 (人民幣千元)	1,102	3,656	2,335	4,724	11,817

#### 18. 應收賬款(續)

於各報告日期採用撥備矩陣進行減值分析，以計量預期信貸虧損。撥備率乃基於具有類似虧損模式的多個客戶分部組別(即按客戶類型及評級以及信用證或其他形式的信用保險承保範圍劃分)的逾期天數釐定。該計算反映概率加權結果、貨幣時值及於報告日期可得的有關過往事項、當前狀況及未來經濟條件預測的合理及可靠資料。一般而言，倘應收賬款逾期超過一年及毋須受限於強制執行活動，則予以撇銷。

下表載列本集團使用撥備矩陣計算的應收賬款的信貸風險資料：

於2023年12月31日

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 18. TRADE RECEIVABLES (continued)

As at 31 December 2022

		Current (not past due) 即期 (未逾期)	Past due 逾期			Total 總計
			1-180 days 1至180天	181-360 days 181至360天	Above 360 days 360天以上	
Expected credit loss rate	預期信貸虧損率	0.35%	6.00%	54.80%	100.00%	
Gross carrying amount (RMB'000)	賬面總值(人民幣千元)	53,964	6,853	8,096	1,494	70,407
Expected credit losses (RMB'000)	預期信貸虧損 (人民幣千元)	188	411	4,437	1,494	6,530

In addition to the above provision matrix, for certain customers whose credit risk increased significantly, the Group has made an individual loss allowance. As at 31 December 2023, the accumulated individual loss allowance was RMB4,395,000 (2022: Nil) with a carrying amount before loss allowance of RMB4,595,000 (2022: Nil).

### 18. 應收賬款(續)

於2022年12月31日

除上述撥備矩陣外，就若干信貸風險顯著增加的客戶而言，本集團已作出個別虧損撥備。於2023年12月31日，累計個別虧損撥備為人民幣4,395,000元(2022年：無)，而扣除虧損撥備的賬面值為人民幣4,595,000元(2022年：無)。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 19. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

#### 19. 預付款項、其他應收款項及其他資產

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Prepayments to suppliers	向供應商支付的預付款項	7,311	10,669
Deposits	按金	818	877
Value-added tax recoverable	可收回增值稅	5,215	5,050
Other receivables	其他應收款項	5,242	2,966
		<u>18,586</u>	<u>19,562</u>
Impairment allowance	減值撥備	<u>(1,147)</u>	<u>(176)</u>
Total	總計	<u>17,439</u>	<u>19,386</u>

Deposits and other receivables mainly represent bid securities and rental deposits relating to short-term leases.

As at 31 December 2023, none of the balances, except for other receivables, was either past due or impaired as they related to balances for whom there was no recent history of default and past due amounts (2022: Nil).

按金及其他應收款項主要指投標保證金及與短期租賃有關的租賃按金。

於2023年12月31日，概無結餘（其他應收款項除外）已逾期或減值，原因為其與並無近期違約記錄及逾期金額的人士之結餘有關（2022年：無）。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 20. OTHER FINANCIAL ASSETS

### 20. 其他金融資產

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Financial assets measured at amortised cost	按攤銷成本計量的金融資產	43,355	35,593
Financial assets at fair value through profit or loss (i)	以公允價值計量且其變動計入當期損益的金融資產(i)	266,895	126,186
Equity investments designated at fair value through other comprehensive income (ii)	指定以公允價值計量且其變動計入其他綜合收益的權益投資(ii)	2,000	3,274
<b>Total</b>	<b>總計</b>	<b>312,250</b>	<b>165,053</b>
Classified as:	歸類為：		
Current assets	流動資產	163,837	144,734
Non-current assets	非流動資產	148,413	20,319

(i) Financial assets contain equity investments and fund investments. These equity investments in the British Virgin Islands were unlisted and classified as financial assets at fair value through profit or loss as they were held for trading. The fund investments issued by financial institutions in the Cayman Islands and other regions, and were mandatorily classified as financial assets at fair value through profit or loss as their contractual cash flows are not solely payments of principal and interest.

(ii) These equity investments were unlisted and irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

(i) 金融資產包括權益投資及基金投資。該等於英屬處女群島的權益投資為非上市並歸類為以公允價值計量且其變動計入當期損益的金融資產，原因為其乃持作交易。基金投資由開曼群島及其他地區的金融機構發行，由於其合約現金流量並非純粹為本金及利息付款，因此被強制歸類為以公允價值計量且其變動計入當期損益的金融資產。

(ii) 由於本集團認為該等權益投資屬戰略性質，該等投資未上市且不可撤銷地指定以公允價值計量且其變動計入其他綜合收益。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 21. CASH IN TRANSIT FOR INVESTMENT

#### 21. 用於投資的在途現金

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Fund investment	基金投資	49,579	—

The Group paid USD7,000,000 (equivalent to RMB49,579,000) as at 31 December 2023 to purchase a fund investment. The payment was processed on 28 December 2023 and the fund was credited to the Company on 5 January 2024.

截至2023年12月31日，本集團支付7,000,000美元(相當於人民幣49,579,000元)以購買基金投資。付款於2023年12月28日處理，且資金於2024年1月5日計入本公司賬戶。

#### 22. CASH AND CASH EQUIVALENTS

#### 22. 現金及現金等價物

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Cash and bank balances	銀行及現金結餘	931,298	1,418,250
Less:	減：		
Time deposits over three months (note 1)	超過三個月的定期存款(附註1)	37,519	—
Restricted bank deposits (notes 2 and 3)	受限制銀行存款(附註2及3)	2,289	150,000
Cash and cash equivalents	現金及現金等價物	891,490	1,268,250

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

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## 22. CASH AND CASH EQUIVALENTS

*(continued)*

- Note 1 The original maturity of the time deposits was more than three months but less than one year.
- Note 2 Restricted bank deposits of RMB150,000,000 were pledged in 2022, which have been recovered in 2023.
- Note 3 Restricted bank deposits of RMB2,289,000 were frozen due to litigation. Details of the litigation are given in note 34.

At the end of the reporting period, the cash and bank balances of the Group denominated in Renminbi (“RMB”) amounted to RMB721,089,000 (2022: RMB848,337,000). The RMB is not freely convertible into other currencies, however, under Chinese Mainland’s Foreign Exchange Control Regulations and Administration of Settlement, and Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective time deposit rates. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

## 22. 現金及現金等價物 (續)

- 附註1 定期存款的原到期日為超過三個月但少於一年。
- 附註2 受限制銀行存款人民幣150,000,000元已於2022年抵押，並已於2023年收回。
- 附註3 受限制銀行存款人民幣2,289,000元因訴訟被凍結。訴訟詳情載於附註34。

於報告期末，本集團以人民幣（「人民幣」）計值的現金及銀行結餘為人民幣721,089,000元（2022年：人民幣848,337,000元）。人民幣不可自由兌換為其他貨幣，然而，根據中國內地外匯管理條例及結匯、售匯及付匯管理規定，本集團獲准透過授權銀行將人民幣兌換為其他貨幣以進行外匯業務。

銀行現金按基於每日銀行存款利率的浮息率賺取利息。短期定期存款的期限為一天至三個月的各不相同期間（視乎本集團的即時現金需求而定），並按各定期存款利率賺取利息。銀行結餘及已抵押存款乃存放於近期並無違約記錄的信譽良好的銀行。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 23. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Within 6 months	6個月內	11,443	6,625
6 months to 1 year	6個月至1年	4,483	—
Over 1 year	1年以上	1,603	—
Total	合計	<u>17,529</u>	<u>6,625</u>

The trade payables are non-interest-bearing and are normally settled within one year.

#### 24. OTHER PAYABLES AND ACCRUALS

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Accrued payroll	應計薪金	19,289	10,891
Other taxes payable	其他應繳稅款	20,308	7,036
Accrued expenses	應計開支	15,424	9,654
Listing expenses payable	應付上市開支	—	1,381
Other payables	其他應付款項	4,995	6,442
Total	合計	<u>60,016</u>	<u>35,404</u>

Other payables are non-interest-bearing and repayable on demand.

#### 23. 應付賬款

於報告期末，應付賬款按發票日期的賬齡分析如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Within 6 months	6個月內	11,443	6,625
6 months to 1 year	6個月至1年	4,483	—
Over 1 year	1年以上	1,603	—
Total	合計	<u>17,529</u>	<u>6,625</u>

應付賬款不計息並通常於一年內結算。

#### 24. 其他應付款項及應計費用

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Accrued payroll	應計薪金	19,289	10,891
Other taxes payable	其他應繳稅款	20,308	7,036
Accrued expenses	應計開支	15,424	9,654
Listing expenses payable	應付上市開支	—	1,381
Other payables	其他應付款項	4,995	6,442
Total	合計	<u>60,016</u>	<u>35,404</u>

其他應付款項不計息且須按要求償還。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 25. CONTRACT LIABILITIES

### 25. 合約負債

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Advanced receipts for integrated solutions of AI-based software and hardware	基於人工智能的軟件及硬件一體化的解決方案預收款項	23,726	18,197

### 26. DEFERRED INCOME

### 26. 遞延收入

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
At beginning of year	年初	—	—
Government grants received during the year	年內收到的政府補助	4,200	—
Amount recognised in profit or loss	於損益確認的金額	—	—
At end of year	年末	4,200	—

The grants relate to the subsidies received from the government for compensation for expenses arising from research on certain special project. The grants related to the expense items will be recognised as other income in the consolidated statement of profit or loss by measuring progress of the related project.

補助與就若干特殊項目的研究所產生開支所作補償而自政府收到的補貼有關。與開支項目有關的補助將通過衡量相關項目的進度於綜合損益表內確認為其他收入。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 27. DEFERRED TAX

The movements in deferred tax liabilities and assets during the year are as follows:

##### Deferred tax liabilities

#### 27. 遞延稅項

年內，遞延稅項負債及資產變動如下：

##### 遞延稅項負債

		Fair value adjustment of financial assets at fair value through profit or loss 以公允價值 計量且其變動 計入當期損益 的金融資產 公允價值調整	Right-of-use assets 使用權資產	Total 合計
		Fair value adjustment arising from acquisition of subsidiaries 收購 附屬公司 產生之公允 價值調整 RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	—	—	—
Acquisition of subsidiaries (note 32)	收購附屬公司 (附註32)	13,800	—	13,800
Deferred tax (credited)/ charged to the consolidated statement of profit or loss during the year (note 10)	於年內(計入)/扣自 綜合損益表之遞延 稅項(附註10)	(805)	2,119	1,865
Gross deferred tax liabilities at 31 December 2023	於2023年12月31日的 遞延稅項負債總額	12,995	2,119	15,665

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 27. DEFERRED TAX (continued)

### 27. 遞延稅項 (續)

#### Deferred tax assets

#### 遞延稅項資產

		Deductible temporary differences and losses available for offsetting against deferred tax liabilities 可用於抵銷 遞延稅項負債的 可抵扣暫時性 差額及虧損 RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	—
Acquisition of subsidiaries (note 32)	收購附屬公司(附註32)	1,607
Deferred tax credited to the consolidated statement of profit or loss during the year (note 10)	於年內計入綜合損益表之 遞延稅項(附註10)	2,119
Gross deferred tax assets at 31 December 2023	於2023年12月31日的 遞延稅項資產總值	<u>3,726</u>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 27. DEFERRED TAX (continued)

##### Deferred tax assets (continued)

For presentation purposes, certain deferred tax assets and liabilities have been offset in the statement of financial position. The following is an analysis of the deferred tax balances of the Group for financial reporting purposes:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Net deferred tax assets recognised in the consolidated statement of financial position	於綜合財務狀況表內 確認的遞延稅項資產 淨值	—	—
Net deferred tax liabilities recognised in the consolidated statement of financial position	於綜合財務狀況表內 確認的遞延稅項負債 淨額	11,939	—

There are no income tax consequences attaching to the payment of dividends by the Company to its shareholders.

Deferred tax assets have not been recognised in respect of the following items:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Deductible temporary differences	可扣除暫時性差額	24,756	14,719
Tax losses (note a)	稅項虧損(附註a)	760,473	529,495
Total	總計	785,229	544,214

#### 27. 遞延稅項(續)

##### 遞延稅項資產(續)

為便於呈報，若干遞延稅項資產及負債已於財務狀況表抵銷。下表載列用於財務申報的本集團遞延稅項結餘之分析：

本公司向其股東派發股息並不附帶任何所得稅後果。

並未就以下項目確認遞延稅項資產：

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 27. DEFERRED TAX (continued)

#### Deferred tax assets (continued)

The above tax losses are available for offsetting against future taxable profits of the companies in which the losses arose. Deferred tax assets have not been recognised in respect of the above items as it is not considered probable that taxable profits will be available against which the above items can be utilised.

Note:

- (a) The tax losses arising in Chinese Mainland are available for a maximum of ten years for offsetting against future taxable profits of the companies in which the losses arose.

### 27. 遞延稅項 (續)

#### 遞延稅項資產 (續)

上述稅項虧損可供抵銷產生虧損的公司的未來應課稅溢利。由於認為不大可能有應課稅溢利可用作抵銷上述項目，故並無就上述項目確認遞延稅項資產。

附註：

- (a) 在中國內地產生的稅項虧損可用來抵銷產生虧損的公司最多未來十年的應課稅溢利。

### 28. SHARE CAPITAL

### 28. 股本

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Issued and fully paid:	已發行及繳足：		
103,568,000 (2022: 103,568,000)	103,568,000股		
ordinary shares of RMB1 each	(2022年： 103,568,000股) 每股面值人民幣 1元的普通股	<b>103,568</b>	<b>103,568</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

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#### 28. SHARE CAPITAL (continued)

A summary of movements in the Company's share capital is as follows:

		Number of shares in issue 已發行 普通股數目 '000 千股	Share capital 股本 RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	101,248	101,248
Contributions from Suqian Zhongyou (i)	宿遷眾佑出資(i)	<u>2,320</u>	<u>2,320</u>
At 31 December 2022 and 2023	於2022年及 2023年12月31日	<u><u>103,568</u></u>	<u><u>103,568</u></u>

(i) Suqian Zhongyou subscribed for approximately 2.85% of the registered capital of the Company in Series D investment, which will be paid up when the partnership interest in Suqian Zhongyou is subscribed for by the employees to be incentivised. Suqian Zhongyou paid up the investment in 2022.

#### 28. 股本 (續)

本公司的股本變動摘要如下：

		Number of shares in issue 已發行 普通股數目 '000 千股	Share capital 股本 RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	101,248	101,248
Contributions from Suqian Zhongyou (i)	宿遷眾佑出資(i)	<u>2,320</u>	<u>2,320</u>
At 31 December 2022 and 2023	於2022年及 2023年12月31日	<u><u>103,568</u></u>	<u><u>103,568</u></u>

(i) 宿遷眾佑於D輪投資中認購本公司約2.85%的註冊資本，該投資將在僱員認購宿遷眾佑的合夥權益時繳足，以激勵僱員。宿遷眾佑於2022年繳足該筆投資。

#### 29. TREASURY SHARES

Treasury shares	庫存股份	<u><u>10,442</u></u>	<u><u>—</u></u>
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Starting from 18 September 2023 and until 31 December 2023, the Group purchased a total of 1,020,400 H shares in the public market for equity-settled share-based transaction, with daily average transaction prices ranging from HKD10.17 to HKD11.94 per share.

#### 29. 庫存股份

2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<u><u>10,442</u></u>	<u><u>—</u></u>

自2023年9月18日開始直至2023年12月31日，本集團已於公開市場購買合共1,020,400股H股作以權益結算的股份支付交易，每日平均交易價格介乎每股10.17港元至11.94港元。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 30. RESERVES

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity.

#### (a) Share premium

The share premium of the Group represents the difference between capital injection and the share capital paid by the shareholders.

#### (b) Fair value reserve (non-recycling)

The fair value reserve (non-recycling) comprises the cumulative net change in the fair value of equity investments designated at fair value through other comprehensive income under IFRS 9 that are held at the end of the reporting period.

#### (c) Other reserve

Other reserve mainly represents the share premium contributed by the shareholders of the Company before its conversion into a joint stock company in December 2021, the grant date fair value of share options and the restricted share units granted to employees of the Company that has been recognised in accordance with the accounting policy adopted for share-based payments in note 2.4 from shareholders, and the difference between the considerations of acquisition of equity interests from non-controlling equity owners and the carrying amount of the proportionate net assets.

### 30. 儲備

截至本年度及之前年度，本集團的儲備金額及其變動呈列於綜合權益變動表。

#### (a) 股份溢價

本集團的股份溢價指為注資與股東已付股本之間的差額。

#### (b) 公允價值儲備(不可劃轉)

公允價值儲備(不可劃轉)包括根據《國際財務報告準則》第9號在報告期末持有的指定以公允價值計量且其變動計入其他綜合收益的權益投資的公允價值的累計變化淨額。

#### (c) 其他儲備

其他儲備主要是指本公司於2021年12月改制為股份有限公司之前股東所貢獻的股份溢價、向本公司僱員授出的購股權及受限制股份單位於授予日的公允價值(已根據附註2.4股份支付所採用的會計政策確認)、股東出資以及向非控股權益擁有人收購股本權益的代價與相應比例淨資產的賬面值之間的差額。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 30. RESERVES (continued)

##### (d) Exchange reserve

The exchange reserve is used to record exchange differences arising from the translation of the financial statements of entities of which the functional currency is not RMB.

#### 31. EQUITY-SETTLED SHARE-BASED TRANSACTION

##### Incentives granted prior to the Listing

During the year ended 31 December 2021, 2,319,588 restricted share units were granted to a director and certain employees of the Group at a price of RMB13.87 per share unit. The restricted share units (“RSUs”) granted on 1 November 2021 will be vested in tranches of 25% each at the end of the fourth month, the sixteenth month, the twenty-eighth month and fortieth month, respectively, from the date of grant upon the achievement of service period condition. The restricted share units granted on 31 December 2021 are subject to a vesting scale in tranches of 25% each per annum from the date of grant upon the achievement of service period condition.

#### 30. 儲備(續)

##### (d) 匯兌儲備

儲備用於記錄換算功能貨幣並非人民幣的實體之財務報表所產生的匯兌差額。

#### 31. 以權益結算的股份支付交易

##### 上市前授予的激勵

截至2021年12月31日止年度，本集團以每股份單位人民幣13.87元的價格向一名董事及若干僱員授出2,319,588份受限制股份單位。於2021年11月1日授予的受限制股份單位（「受限制股份單位」）將於達成服務期限條件後分別自授出日期起的第4個月末、第16個月末、第28個月末和第40個月末按每批25%的比例歸屬。於2021年12月31日授出的受限制股份單位將於達成服務期限條件後自授出日期起，按每年每批25%的比例歸屬。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 31. EQUITY-SETTLED SHARE-BASED TRANSACTION (continued)

#### Incentives granted prior to the Listing (continued)

The number and movements of RSUs are as follows:

At 1 January 2022	於2022年1月1日	2,319,588
Forfeited during the year	於年內已失效	(258,671)
Vested during the year	於年內歸屬	(470,229)
At 31 December 2022 and 1 January 2023	於2022年12月31日及 2023年1月1日	<u>1,590,688</u>
Forfeited during the year	於期內已失效	(746,807)
Vested during the year	於期內歸屬	(402,285)
At 31 December 2023	於2023年12月31日	<u>441,596</u>

As at 31 December 2023, 441,596 RSUs remained unvested. The grant date fair values of the RSUs granted on 1 November 2021 and on 31 December 2021 were determined based on the difference between the market share price at the grant date and the price of the RSUs payable by the grantee of RMB13.87 per share unit. The weighted average grant date fair values of these RSUs issued on 1 November 2021 and 31 December 2021 are RMB61.73 and RMB31.40 per share unit, respectively.

### 31. 以權益結算的股份支付交易 (續)

#### 上市前授予的激勵 (續)

受限制股份單位的數目及變動如下：

於2023年12月31日，441,596份受限制股份單位仍未歸屬。於2021年11月1日及2021年12月31日授予的受限制股份單位的授予日公允價值按授出日期的市場股價與承授人應付的受限制股份單位價格按每股份單位人民幣13.87元的差額釐定。於2021年11月1日及2021年12月31日發行之此等受限制股份單位的授予日加權平均公允價值分別為每股份單位人民幣61.73元及人民幣31.40元。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 31. EQUITY-SETTLED SHARE-BASED TRANSACTION (continued)

##### 2022 Equity Incentive Scheme

On 30 March 2023, the Group granted 3,107,040 restricted shares at the price of RMB0.00 per share to Mr. Zhang Dalei and the restricted shares will be vested in tranches of 25% each at the end of the ninth month, the twenty-first month, the thirty-third month and forty-fifth month, respectively, from the date of grant.

The number and movements of restricted shares are as follows:

At 1 January 2023	於2023年1月1日	—
Granted during the year	於年內授予	3,107,040
Vested during the year	於年內歸屬	(776,760)
At 31 December 2023	於2023年12月31日	2,330,280

As at 31 December 2023, 2,330,280 restricted shares remained unvested. The grant date fair value of the restricted shares granted on 30 March 2023 was determined based on the market share price at the grant date of RMB13.34. The weighted average grant date fair value of these restricted shares issued on 30 March 2023 is RMB13.34 per share.

#### 31. 以權益結算的股份支付交易 (續)

##### 2022年股權激勵計劃

於2023年3月30日，本集團以每股人民幣0.00元的價格向張大磊先生授出3,107,040股受限制股份，且受限制股份將分別於授予日期起第9個月末、第21個月末、第33個月末和第45個月末按每批25%的比例歸屬。

受限制股份的數目及變動如下：

—
3,107,040
(776,760)
2,330,280

於2023年12月31日，2,330,280股受限制股份仍未歸屬。於2023年3月30日授予的受限制股份的授予日公允價值按授出日期的市場股價人民幣13.34元釐定。於2023年3月30日發行之此等受限制股份的授予日加權平均公允價值為每股人民幣13.34元。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 32. BUSINESS COMBINATION

On 29 May 2023, the Group acquired a 70% equity interest in Beijing Zhitong Technology Co., Ltd and its subsidiaries (“**Beijing Zhitong Group**”) from the Industry Fund at a total consideration of RMB182 million. The Industry Fund is a PRC-incorporated fund engaged in the investment in the healthcare industry. The general partner of the Industry Fund is Shanghai Ruishi Wealth Investment Management Co., Ltd. (上海瑞世財富投資管理有限公司) (the “**Fund Manager**”), which is directly controlled as to 33.33% by Yang Xiaorong (楊曉蓉) as its ultimate beneficial owner. The Industry Fund has four limited partners, except for Beijing Zhongguan Zhihe Technology Co., Ltd. (北京中觀智和科技有限公司) holding 62.7% of the limited partnership interest and the Company holding 18.1% of the limited partnership interest in the Industry Fund, none of the other limited partners holds more than 30% partnership interest in the Industry Fund.

The above-mentioned acquisition is expected to bring significant synergistic effects to the current business of the Group, as the Company is able to enhance Beijing Zhitong Group’s existing products by introducing the Company’s AI detection and diagnosis technologies and thereby extend the Group’s current business from AI detection and diagnosis to AI-based medical treatment and further strengthen the Group’s current product portfolio.

### 32. 業務合併

於2023年5月29日，本集團自產業基金收購北京智瞳科技有限公司及其附屬公司(「北京智瞳集團」)70%的股權，總代價為人民幣182百萬元。產業基金為一家於中國註冊成立的基金，從事醫療保健行業投資。產業基金的普通合夥人為上海瑞世財富投資管理有限公司(「基金管理人」)，由其最終實益擁有人楊曉蓉直接控制33.33%的權益。產業基金擁有四名有限合夥人，除北京中觀智和科技有限公司及本公司分別於產業基金持有62.7%及18.1%有限合夥權益外，其他有限合夥人概無於產業基金持有超過30%的合夥權益。

上述收購事項預期將為本集團現有業務帶來顯著的協同效應，因為本公司能夠通過引入本公司的人工智能檢測及診斷技術以加強北京智瞳集團的現有產品，從而將本集團現有業務從人工智能檢測及診斷擴展至基於人工智能的醫療，並進一步加強本集團現有產品組合。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 32. BUSINESS COMBINATION (continued)

The fair values of the identifiable assets and liabilities of Beijing Zhitong Group as at the date of acquisition were as follows:

#### 32. 業務合併(續)

北京智瞳集團於收購日期可識別資產及負債的公允價值如下：

		Notes 附註	Fair value recognised on acquisition 於收購時確認 的公允價值 RMB'000 人民幣千元
Other intangible assets	其他無形資產	16	92,000
Inventories	存貨		10,960
Trade receivables	應收賬款		2,968
Prepayments, other receivables and other assets	預付款項、其他應收款項及 其他資產		2,636
Cash and cash equivalents	現金及現金等價物		5,190
Trade payables	應付賬款		(12,298)
Other payables and accruals	其他應付款項及應計費用		(6,421)
Tax payable	應付稅項		(3,191)
Deferred tax liabilities	遞延稅項負債	27	(12,193)
Total identifiable net assets at fair value	以公允價值計量的可識別 資產淨值總額		79,651
Non-controlling interests	非控股權益		(23,894)
Goodwill on acquisition	收購的商譽	15	126,243
Satisfied by cash	以現金償付		182,000

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 32. BUSINESS COMBINATION (continued)

An analysis of the cash flows in respect of the acquisition of subsidiaries is as follows:

		RMB'000 人民幣千元
Cash consideration	現金代價	(182,000)
Cash and bank balances acquired	收購的現金及銀行結餘	<u>5,190</u>
Net outflow of cash and cash equivalents included in cash flows from investing activities	計入投資活動所得現金流量的現金及現金等價物流出淨額	<u>(176,810)</u>

Since the acquisition, Beijing Zhitong Group contributed RMB42,943,000 to the Group's revenue and RMB5,735,000 to the consolidated loss for the year ended 31 December 2023.

Had the combination taken place at the beginning of the year, the revenue of the Group and the loss of the Group for the year would have been RMB222,363,000 and RMB160,627,000, respectively.

### 32. 業務合併(續)

收購附屬公司的現金流量分析如下：

自收購起，截至2023年12月31日止年度，北京智瞳集團為本集團貢獻收入人民幣42,943,000元及產生綜合虧損人民幣5,735,000元。

倘合併於年初進行，本集團的年內收入及虧損將分別為人民幣222,363,000元及人民幣160,627,000元。

### 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

#### (a) Major non-cash transactions

During the year, the Group had non-cash additions to right-of-use assets and lease liabilities of RMB10,221,000 (2022: RMB9,299,000), in respect of lease arrangements for certain plant and buildings.

### 33. 綜合現金流量表附註

#### (a) 重大非現金交易

於年內，本集團就若干廠房及樓宇的租賃安排分別有使用權資產及租賃負債的非現金添置人民幣10,221,000元(2022年：人民幣9,299,000元)。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

#### (b) Changes in liabilities arising from financing activities

### 33. 綜合現金流量表附註(續)

#### (b) 融資活動產生的負債變動

		Lease liabilities 租賃負債 RMB'000 人民幣千元	Listing expense payable 應付上市 開支 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	8,013	213	8,226
Changes from financing cash flows	融資現金流量變動	(9,221)	(213)	(9,434)
Termination of lease contracts	終止租賃合約	(184)	—	(184)
New leases	新租約	10,221	—	10,221
Interest expense	利息開支	545	—	545
At 31 December 2023	於2023年12月31日	<u>9,374</u>	<u>—</u>	<u>9,374</u>

		Lease liabilities 租賃負債 RMB'000 人民幣千元	Listing expense payable 應付上市 開支 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	8,195	12,206	20,401
Changes from financing cash flows	融資現金流量變動	(7,470)	(11,993)	(19,463)
Termination of lease contracts	終止租賃合約	(2,450)	—	(2,450)
New leases	新租約	9,299	—	9,299
Interest expense	利息開支	439	—	439
At 31 December 2022	於2022年12月31日	<u>8,013</u>	<u>213</u>	<u>8,226</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 33. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

#### (c) Total cash outflow for leases

The total cash outflow for leases included in the statement of cash flows is as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Within operating activities	在經營活動內	1,638	2,419
Within financing activities	在融資活動內	9,221	7,470
Total	合計	<u>10,859</u>	<u>9,889</u>

### 33. 綜合現金流量表附註(續)

#### (c) 租賃的現金流出總額

計入現金流量表的租賃現金流出總額如下：

### 34. CONTINGENT LIABILITIES

A subsidiary of the Group is currently a defendant in a lawsuit brought by a party alleging that the former shareholder of the acquired subsidiary had a natural person loan with the plaintiff. Accordingly, bank balances of RMB2,289,000 were frozen as at 31 December 2023. The directors, based on the advice from the Group's legal counsel, believe that the Industry Fund should take responsible for the litigation arising from the events prior to the acquisition as per the acquisition agreement entered between the Group and the Industry Fund. Accordingly, the Group has not provided for any claim arising from the litigation.

### 34. 或有負債

本集團一家附屬公司目前為一宗訴訟案中的被告，該訴訟指控所收購附屬公司之前股東與原告存在自然人貸款。因此，銀行結餘人民幣2,289,000元於2023年12月31日被凍結。根據本集團法律顧問的意見，董事認為，根據本集團與產業基金訂立的收購協議，產業基金應對收購前事件引起的訴訟負責。因此，本集團並無就訴訟所引起的任何索償計提撥備。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 35. COMMITMENTS

The Group had the following contractual commitments at the end of the reporting period:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Purchase of other financial assets (note 1)	購買其他金融資產 (附註1)	14,176	—
Capital contributions (note 2)	出資額 (附註2)	35,000	—
Total	總計	49,176	—

Note 1 The Group has committed to purchase several fund investments of USD2,002,000 (equivalent to RMB14,176,000) as at 31 December 2023.

Note 2 In addition, in November 2023, the Group signed a partnership agreement to invest in a fund and the total capital contribution amounted to RMB35,000,000.

### 35. 承擔

本集團於報告期末的合約承擔如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Purchase of other financial assets (note 1)	購買其他金融資產 (附註1)	14,176	—
Capital contributions (note 2)	出資額 (附註2)	35,000	—
Total	總計	49,176	—

附註1 於2023年12月31日，本集團已承諾購買若干基金投資2,002,000美元(相當於人民幣14,176,000元)。

附註2 此外，本集團於2023年11月簽署合夥協議以投資基金，出資總額達人民幣35,000,000元。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 36. RELATED PARTY TRANSACTIONS

#### (a) Transactions with related parties

The Group had the following transactions with related parties during the year:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Revenue from the provision of AI-based software solutions: Fellow subsidiaries of a minority shareholder	提供人工智能軟件解決方案的收入： 一名少數股東的同系 附屬公司	<u>2,428</u>	<u>2,579</u>

#### (b) Outstanding balances with related parties

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Amounts due from related parties: Fellow subsidiaries of a minority shareholder	應收關聯方款項： 一名少數股東的同系 附屬公司	<u>2,624</u>	<u>143</u>

### 36. 關聯方交易

#### (a) 與關聯方的交易

於本年度，本集團與關聯方進行的交易如下：

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Revenue from the provision of AI-based software solutions: Fellow subsidiaries of a minority shareholder	提供人工智能軟件解決方案的收入： 一名少數股東的同系 附屬公司	<u>2,428</u>	<u>2,579</u>

#### (b) 與關聯方的未償還結餘

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Amounts due from related parties: Fellow subsidiaries of a minority shareholder	應收關聯方款項： 一名少數股東的同系 附屬公司	<u>2,624</u>	<u>143</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 36. RELATED PARTY TRANSACTIONS

*(continued)*

(c) Compensation of key management personnel of the Group:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries, bonuses, allowances and benefits in kind	薪金、花紅、津貼及實物福利	5,958	6,492
Pension scheme contributions	退休金計劃供款	358	348
Share-based payments	股份支付	19,605	2,380
Total compensation paid to key management personnel	已付關鍵管理人員之酬金總額	<u>25,921</u>	<u>9,220</u>

Further details of directors', supervisors' and chief executive's remuneration are included in note 8 to the financial statements.

#### 36. 關聯方交易 (續)

(c) 本集團關鍵管理人員酬金：

有關董事、監事及最高行政人員薪酬的進一步詳情已納入財務報表附註8。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 37. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

2023

#### Financial assets

### 37. 按類別劃分的金融工具

於報告期末，各類金融工具的賬面價值如下：

2023年

#### 金融資產

		Financial assets at fair value through profit or loss 以公允價值計量且其變動計入當期損益的金融資產 RMB'000 人民幣千元	Financial assets at fair value through other comprehensive income 以公允價值計量且其變動計入其他綜合收益的金融資產 RMB'000 人民幣千元	Financial assets at amortised cost 按攤銷成本計量的金融資產 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Other financial assets	其他金融資產	266,895	2,000	43,355	312,250
Cash in transit for investment	用於投資的在途現金	—	—	49,579	49,579
Trade receivables	應收賬款	—	—	79,640	79,640
Financial assets included in prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產的金融資產	—	—	4,913	4,913
Time deposits with maturity over three months	到期日超過三個月的定期存款	—	—	37,519	37,519
Restricted bank deposits	受限制銀行存款	—	—	2,289	2,289
Cash and cash equivalents	現金及現金等價物	—	—	891,490	891,490
Net carrying amount	賬面淨值	<u>266,895</u>	<u>2,000</u>	<u>1,108,785</u>	<u>1,377,680</u>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 37. FINANCIAL INSTRUMENTS BY CATEGORY *(continued)*

#### 37. 按類別劃分的金融工具(續)

##### Financial liabilities

##### 金融負債

		Financial liabilities at amortised cost 按攤銷成本計量的金融負債 RMB'000 人民幣千元
Trade payables	應付賬款	17,529
Financial liabilities included in other payables and accruals	計入其他應付款項及應計費用的金融負債	20,419
Total	合計	37,948

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 37. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

### 37. 按類別劃分的金融工具(續)

2022

2022年

#### Financial assets

#### 金融資產

		Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial assets at amortised cost	Total
		以公允價值計量且其變動計入當期損益的金融資產	以公允價值計量且其變動計入其他綜合收益的金融資產	按攤銷成本計量的金融資產	合計
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
Other financial assets	其他金融資產	126,186	3,274	35,593	165,053
Trade receivables	應收賬款	—	—	63,877	63,877
Financial assets included in prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產的金融資產	—	—	3,667	3,667
Restricted bank deposits	受限制銀行存款	—	—	150,000	150,000
Cash and cash equivalents	現金及現金等價物	—	—	1,268,250	1,268,250
Net carrying amount	賬面淨值	<u>126,186</u>	<u>3,274</u>	<u>1,521,387</u>	<u>1,650,847</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 37. FINANCIAL INSTRUMENTS BY CATEGORY *(continued)*

#### 37. 按類別劃分的金融工具(續)

##### Financial liabilities

##### 金融負債

		Financial liabilities at amortised cost 按攤銷成本計量的金融負債 RMB'000 人民幣千元
Trade payables	應付賬款	6,625
Financial liabilities included in other payables and accruals	計入其他應付款項及應計費用的金融負債	<u>17,477</u>
Total	合計	<u><u>24,102</u></u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, time deposits, restricted bank deposits, trade receivables, trade payables, financial assets included in prepayments, other receivables and other assets, financial liabilities included in other payables and accruals approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance manager reports directly to the chief financial officer and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

The fair values of the financial assets are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values of those financial assets.

#### 38. 金融工具公允價值和公允價值等級

管理層評定，現金及現金等價物、定期存款、受限制銀行存款、應收賬款、應付賬款、計入預付款項、其他應收款項及其他資產的金融資產以及計入其他應付款項及應計費用的金融負債的公允價值與其賬面值相若，主要由於該等工具於短期內到期。

本集團由首席財務官領導之財務部門負責釐定金融工具公允價值計量的政策及程序。財務經理直接向首席財務官及審核委員會呈報。於各報告日期，財務部門分析金融工具的價值變動並釐定應用於估值的主要輸入數據。估值由首席財務官審核及批准。估值過程及結果與審核委員會每年討論兩次以進行中期及年度財務申報。

金融資產的公允價值按自願方之間的當前交易（強迫或清算銷售除外）中可交換工具的金額列賬。於估計該等金融資產的公允價值時已採用以下方式及假設。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

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#### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS *(continued)*

The fair values of unlisted equity investments designated at fair value through other comprehensive income have been estimated using a market-based valuation technique based on assumptions. The valuation requires the directors to determine comparable public companies (peers) based on industry, size, leverage and strategy, and to calculate an appropriate price multiple, for each comparable company identified. The multiple is calculated by dividing the market capitalisation of the comparable company by sales measure. The trading multiple is then discounted for considerations between the comparable companies based on company-specific facts and circumstances. The discounted multiple is applied to the corresponding earnings measure of the unlisted equity investments to measure the fair value. The directors believe that the estimated fair values resulting from the valuation technique, which are recorded in the consolidated statement of financial position, and the related changes in fair values, which are recorded in other comprehensive income, are reasonable, and that they were the most appropriate values at the end of the reporting period.

The Group invests in unlisted investments in the British Virgin Islands and fund investments issued by financial institutions in the Cayman Islands and other regions. The Group has estimated the fair value of these fund investments and unlisted investments by using a discounted cash flow valuation model based on the market interest rates of instruments with similar terms and risks.

#### 38. 金融工具公允價值和公允價值等級 *(續)*

指定以公允價值計量且其變動計入其他綜合收益的非上市權益投資的公允價值已使用市場估值法，根據假設進行估計。估值須董事根據行業、規模、槓桿比率及策略釐定可資比較公眾公司(同業)，並就所識別的各可資比較公司計算合適價格倍數。倍數乃將可資比較公司之市值除以銷量計量而計算。隨後，交易倍數將在考慮可資比較公司的差異後根據公司特定事實及情況作出折讓。經折讓倍數將應用於非上市權益投資的相應盈利計量以計量公允價值。董事相信，由估值方法產生的估計公允價值(已於綜合財務狀況表入賬)及相關公允價值變動(已於其他綜合收益入賬)乃屬合理，且其為於報告期末的最適當價值。

本集團投資於英屬處女群島的非上市投資及開曼群島及其他地區金融機構發行的基金投資。本集團已根據具有類似條款及風險的工具的市場利率採用貼現現金流估值模式估計該等基金投資及非上市投資的公允價值。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS *(continued)*

Below is a summary of significant unobservable inputs to the valuation of financial instruments together with a quantitative sensitivity analysis as at 31 December 2023 and 2022:

### 38. 金融工具公允價值和公允價值等級 (續)

以下為截至2023年及2022年12月31日金融工具估值之重大不可觀察輸入數據概要連同定量敏感度分析：

	Fair value 公允價值		Significant unobservable inputs 重大不可觀察 輸入數據	Relationship of unobservable in puts to fair value 不可觀察輸入數據與 公允價值的關係
	As at 31 December 於12月31日	2022 2022年		
Financial assets at fair value through profit or loss : 以公允價值計量且其變動計 入當期損益的金融資產：				
Investment in fund	2023 2023年	2022 2022年	NAV of the fund	The higher the NAV, the higher the fair value
基金投資	266,895	126,186	基金資產淨值	資產淨值越高，公允價值 越高

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

#### Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments :

#### Assets measured at fair value:

As at 31 December 2023

### 38. 金融工具公允價值和公允價值等級 (續)

#### 公允價值等級

下表闡明本集團金融工具公允價值計量等級：

#### 按公允價值計量的資產：

於2023年12月31日

		Fair value measurement using 公允價值計量採用以下基準			
		Quoted prices in active markets (Level 1) 活躍市場報價 (第一級) RMB'000 人民幣千元	Significant observable inputs (Level 2) 重大可觀察 輸入數據 (第二級) RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 重大不可觀察 輸入數據 (第三級) RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Equity investments designated at fair value through other comprehensive income	指定為以公允價值 計量且其變動計 入其他綜合收益 的權益投資	—	2,000	—	2,000
Financial assets at fair value through profit or loss	以公允價值計量且 其變動計入當期 損益的金融資產	—	—	266,895	266,895
Total	合計	—	2,000	266,895	268,895

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

### 38. 金融工具公允價值和公允價值等級 (續)

Fair value hierarchy (continued)

公允價值等級 (續)

Assets measured at fair value: (continued)

按公允價值計量的資產：(續)

As at 31 December 2022

於2022年12月31日

		Fair value measurement using 公允價值計量採用以下基準			
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
		活躍市場報價 (第一級)	重大可觀察 輸入數據 (第二級)	重大不可觀察 輸入數據 (第三級)	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Equity investments designated at fair value through other comprehensive income	指定為以公允價值 計量且其變動計 入其他綜合收益 的權益投資	—	3,274	—	3,274
Financial assets at fair value through profit or loss	以公允價值計量且 其變動計入當期 損益的金融資產	—	—	126,186	126,186
Total	合計	—	3,274	126,186	129,460



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 38. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

#### Fair value hierarchy (continued)

#### Assets measured at fair value: (continued)

The movements in fair value measurements within Level 3 during the year are as follows:

		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
At 1 January	於1月1日	126,186	—
Fair value gains recognised in the consolidated statement of profit or loss	於綜合損益表確認的公允價值收益	6,691	16,248
Investment income recognised in the consolidated statement of profit or loss	於綜合損益表確認的投資收入	23,894	—
Purchases	購買	224,317	2,162,050
Redemption	贖回	(114,193)	(2,052,112)
At 31 December	於12月31日	<u>266,895</u>	<u>126,186</u>

The Group did not have any financial liabilities measured at fair value as at 31 December 2023 and 2022.

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for financial liabilities (2022: Nil).

### 38. 金融工具公允價值和公允價值等級 (續)

#### 公允價值等級 (續)

#### 按公允價值計量的資產：(續)

年內，第三級中的公允價值計量變動如下：

於2023年及2022年12月31日，本集團並無任何按公允價值計量的金融負債。

於年內，金融負債的公允價值計量在第一級與第二級之間並無轉撥，亦無轉至或轉出第三級(2022年：無)。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and cash equivalents, time deposits, restricted bank deposits and other financial assets. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities, such as trade receivables and trade payables, which arise directly from its operation.

The main risks arising from the Group's financial instruments are foreign currency risk, credit risk and liquidity risk. The board of directors and senior management meet periodically to analyse and formulate measures to manage the Group's exposure to these risks.

#### Foreign currency risk

The Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies.

The Group's subsidiaries operate in Chinese Mainland and overseas. And the Group's major operational activities are carried out in Chinese Mainland and a majority of the transactions are denominated in RMB. The Group's confirmed foreign currency assets and liabilities and future foreign currency transactions (foreign currency assets and liabilities and foreign currency transactions are mainly denominated in United States dollars and Hong Kong dollars) are subject to foreign exchange risks. The Group's finance department at its headquarters is responsible for monitoring the foreign currency transactions and the scale of foreign currency assets and liabilities to minimise foreign exchange risks.

### 39. 財務風險管理目標及政策

本集團的主要金融工具包括現金及現金等價物、定期存款、受限制銀行存款及其他金融資產。該等金融工具主要為本集團的業務運營籌集資金。本集團擁有多項其他金融資產及負債，例如直接從經營業務產生的應收賬款及應付賬款。

本集團的金融工具所涉及主要風險為外幣風險、信貸風險及流動資金風險。董事會及高級管理層定期開會以分析並制定措施以管控本集團涉及到的風險。

#### 外幣風險

本集團須承擔交易貨幣風險。運營單位以單位之功能貨幣以外之貨幣進行買賣時，即會產生此等風險。

本集團的附屬公司於中國內地及海外運營，且本集團大部分經營活動在中國內地開展及大部分交易以人民幣計價，故本集團已確認的外幣資產和負債及未來的外幣交易（外幣資產和負債及外幣交易的計價貨幣主要為美元及港元），存在外匯風險。本集團總部財務部門負責監控以外幣計值的交易以及以外幣計值的資產及負債規模，以盡量降低外匯風險。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Foreign currency risk (continued)

The following table demonstrates the sensitivity at the end of the reporting period to a reasonably possible change in the exchange rates of the USD and HKD against RMB, with all other variables held constant, of the Group's loss before tax (due to changes in the fair values of monetary assets and liabilities).

### 39. 財務風險管理目標及政策 (續)

#### 外幣風險(續)

下表闡述於報告期末(由於貨幣資產及負債的公允價值的變動)本集團稅前虧損(在所有其他因素不變下)對美元及港元兌換人民幣的匯率合理可能變動的敏感度。

		As at 31 December 2023 於2023年12月31日		As at 31 December 2022 於2022年12月31日	
		Increase/ (decrease) in foreign exchange rates	Decrease/ (increase) in loss after tax and accumulated losses	Increase/ (decrease) in foreign exchange rates	Decrease/ (increase) in loss after tax and accumulated losses
		匯率增加/ (減少)	稅後虧損及 累計虧損 減少/(增加)	匯率增加/ (減少)	稅後虧損及 累計虧損 減少/(增加)
			RMB'000 人民幣千元		RMB'000 人民幣千元
USD	美元	5%	7,319	5%	17,925
		(5%)	(7,319)	(5%)	(17,925)
HKD	港元	5%	2,695	5%	2,802
		(5%)	(2,695)	(5%)	(2,802)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES *(continued)*

#### Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

#### Maximum exposure and year-end staging

The table below shows the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at the end of the reporting period. The amounts presented are gross carrying amounts for financial assets.

### 39. 財務風險管理目標及政策 (續)

#### 信貸風險

本集團僅與獲認可且信譽良好的第三方進行交易。本集團的政策規定所有希望以信貸條款進行交易的客戶均必須遵守信貸驗證程序。此外，應收款項結餘受持續監控，而本集團的壞賬風險並不重大。

#### 最高風險及年結階段

下表載列基於本集團的信貸政策的信貸質素及最高信貸風險，其乃主要基於逾期資料（除非其他資料可在無須付出不必要成本或努力的情況下便可獲得），以及於報告期末的年結階段分類。呈列數字為金融資產的賬面總值。



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Maximum exposure and year-end staging (continued)

As at 31 December 2023

### 39. 財務風險管理目標及政策 (續)

#### 最高風險及年結階段 (續)

於2023年12月31日

		12-month ECLs	Lifetime ECLs			Total
		12個月預期 信貸虧損	全期預期信貸虧損			
		Stage 1	Stage 2	Stage 3	Simplified approach	
		第1階段	第2階段	第3階段	簡化法	
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Financial assets measured at amortised cost included in other financial assets	計入其他金融資產的按攤銷成本計量的金融資產	43,355	—	—	—	43,355
Cash in transit for investment	用於投資的在途現金	49,579	—	—	—	49,579
Trade receivables*	應收賬款*	—	—	—	95,852	95,852
Financial assets included in prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產的金融資產					
— Normal**	— 正常**	5,105	—	—	—	5,105
— Doubtful**	— 存疑**	—	—	955	—	955
Time deposits with maturity over three months	到期日超過三個月的定期存款					
— Not yet past due	— 尚未逾期	37,519	—	—	—	37,519
Restricted bank deposits	受限制銀行存款					
— Not yet past due	— 尚未逾期	2,289	—	—	—	2,289
Cash and cash equivalents	現金及現金等價物					
— Not yet past due	— 尚未逾期	891,490	—	—	—	891,490
<b>Total</b>	<b>合計</b>	<b>1,029,337</b>	<b>—</b>	<b>955</b>	<b>95,852</b>	<b>1,126,144</b>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Credit risk (continued)

As at 31 December 2022

		12-month ECLs		Lifetime ECLs		
		12個月預期 信貸虧損		全期預期信貸虧損		
		Stage 1	Stage 2	Stage 3	Simplified approach	Total
		第1階段	第2階段	第3階段	簡化法	合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Financial assets measured at amortised cost included in other financial assets	計入其他金融資產的按攤銷成本計量的金融資產	35,593	—	—	—	35,593
Trade receivables*	應收賬款*	—	—	—	70,407	70,407
Financial assets included in prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產的金融資產	3,843	—	—	—	3,843
— Normal**	— 正常**	3,843	—	—	—	3,843
Restricted bank deposits	受限制銀行存款	150,000	—	—	—	150,000
— Not yet past due	— 尚未逾期	150,000	—	—	—	150,000
Cash and cash equivalents	現金及現金等價物	1,268,250	—	—	—	1,268,250
— Not yet past due	— 尚未逾期	1,268,250	—	—	—	1,268,250
<b>Total</b>	<b>合計</b>	<b>1,457,686</b>	<b>—</b>	<b>—</b>	<b>70,407</b>	<b>1,528,093</b>

### 39. 財務風險管理目標及政策 (續)

#### 信貸風險 (續)

於2022年12月31日

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Credit risk (continued)

- \* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 18 to the financial statements.
- \*\* The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be “normal” when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, the credit quality of the financial assets is considered to be “doubtful”.

Further quantitative data in respect of the Group’s exposure to credit risk arising from trade receivables are disclosed in note 18 to the financial statements.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral. Concentrations of credit risk are managed by customer/counterparty and by geographical region. At the end of the reporting period, the Group had certain concentrations of credit risk as 52% (2022: 77%) of the Group’s trade receivables were due from the five largest customers.

#### Liquidity risk

The Group monitors its risk to a shortage of funds based on the maturity of its financial assets and financial liabilities and projected cash flows from operations.

### 39. 財務風險管理目標及政策 (續)

#### 信貸風險 (續)

- \* 有關本集團就減值應用簡化法的應收賬款而言，基於撥備矩陣的資料於財務報表附註18披露。
- \*\* 計入預付款項、其他應收款項及其他資產的金融資產的信貸質素在尚未逾期，且並無資料顯示金融資產的信貸風險自初步確認以來大幅增加時被視為「正常」。否則金融資產的信貸質素被視為「存疑」。

有關本集團應收賬款產生的信貸風險的其他量化數據，披露於財務報表附註18。

由於本集團僅與獲認可且信譽良好的第三方進行交易，因此毋須收取抵押品。信貸集中風險乃按客戶／對手方及地區管理。於報告期末，由於本集團52% (2022年：77%) 的應收賬款來自五大客戶，故本集團存在若干信貸風險集中情況。

#### 流動資金風險

本集團根據金融資產及金融負債的到期情況及預計經營所得現金流量監察資金短缺的風險。

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Liquidity risk (continued)

The maturity profile of the Group's financial liabilities at the end of the reporting period, based on the contractual undiscounted payments, is as follows:

Group  
本集團

		2023				
		2023年				
		On demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total
		or with 1 year	2 years	5 years	5 years	
		應要求償還或1年內	超過1但於2年內	超過2年但於5年內	超過5年	合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Trade payables	應付賬款	17,529	—	—	—	17,529
Financial liabilities included in other payables and accruals	計入其他應付款項及應計費用的金融負債	20,419	—	—	—	20,419
Lease liabilities	租賃負債	8,818	994	—	—	9,812
Total	合計	46,766	994	—	—	47,760

### 39. 財務風險管理目標及政策 (續)

#### 流動資金風險 (續)

本集團於報告期末基於合約未貼現付款的金融負債到期情況如下：



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Liquidity risk (continued)

### 39. 財務風險管理目標及政策 (續)

#### 流動資金風險(續)

		2022				
		2022年				
		On demand or with 1 year	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total
		應要求償還 或1年內	超過1年但 於2年內	超過2年但 於5年內	超過5年	合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Trade payables	應付賬款	6,625	—	—	—	6,625
Financial liabilities included in other payables and accruals	計入其他應付款項及應 計費用的金融負債	17,477	—	—	—	17,477
Lease liabilities	租賃負債	4,364	3,632	394	—	8,390
Total	合計	28,466	3,632	394	—	32,492

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

#### Capital management

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may issue new shares or debt instruments. No changes were made in the objectives, policies, or processes for managing capital during the year ended 31 December 2023.

### 40. EVENT AFTER THE REPORTING PERIOD

On 5 January 2024, the Company paid in capital contributions of RMB35,000,000 based on a partnership agreement which was signed in November 2023. Details about the capital contributions are given in note 35.

### 41. COMPARATIVE AMOUNTS

The Group separately presented impairment losses on financial assets and other losses. Accordingly, comparative amounts have been reclassified to conform with the current year's presentation and disclosures. The reclassification did not have any significant impact on the Group's financial statements for the year ended 31 December 2022.

### 39. 財務風險管理目標及政策 (續)

#### 資本管理

本集團資本管理的主要目標為保障本集團持續經營的能力及維持穩健的資本比率，以支持其業務及實現其股東價值的最大化。

本集團管理其資本架構並因應經濟狀況變動作出調整。為維持或調整資本架構，本集團或會發行新股份或債務工具。於截至2023年12月31日止年度，管理資本的目標、政策或程序概無作出變動。

### 40. 報告期後事項

於2024年1月5日，本公司根據2023年11月簽署的合夥協議實繳出資人民幣35,000,000元。有關出資的詳情載於附註35。

### 41. 可比較金額

本集團單獨呈列金融資產減值虧損及其他虧損。因此，可比較金額已重新分類以符合本年度之呈列及披露。重新分類對本集團截至2022年12月31日止年度的財務報表並無任何重大影響。

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 42. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

#### 42. 本公司財務狀況表

本公司於報告期末的財務狀況表的資料如下：

		31 December 2023 2023年 12月31日 RMB'000 人民幣千元	31 December 2022 2022年 12月31日 RMB'000 人民幣千元
NON-CURRENT ASSETS	非流動資產		
Property, plant and equipment	物業、廠房及設備	3,226	6,070
Right-of-use assets	使用權資產	4,071	537
Other intangible assets	其他無形資產	4,292	—
Investments in subsidiaries	對附屬公司的投資	223,866	41,306
Other financial assets	其他金融資產	—	17,045
Other non-current assets	其他非流動資產	3,507	2,926
Total non-current assets	非流動資產總值	<u>238,962</u>	<u>67,884</u>
CURRENT ASSETS	流動資產		
Trade receivables	應收賬款	78	62,198
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產	16,836	11,822
Amounts due from subsidiaries	應收附屬公司款項	1,016,751	498,854
Other financial assets	其他金融資產	43,355	—
Cash and cash equivalents	現金及現金等價物	531,421	1,085,106
Total current assets	流動資產總值	<u>1,608,441</u>	<u>1,657,980</u>
CURRENT LIABILITIES	流動負債		
Trade payables	應付賬款	375	626
Other payables and accruals	其他應付款項及應計費用	20,346	43,811
Amounts due to subsidiaries	應付附屬公司款項	170,695	—
Lease liabilities	租賃負債	3,549	—
Total current liabilities	流動負債總額	<u>194,965</u>	<u>44,437</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 42. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (continued)

### 42. 本公司財務狀況表 (續)

		31 December 2023 2023年 12月31日 RMB'000 人民幣千元	31 December 2022 2022年 12月31日 RMB'000 人民幣千元
NET CURRENT ASSETS	流動資產淨值	1,413,476	1,613,543
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債	1,652,438	1,681,427
NON-CURRENT LIABILITIES	非流動負債		
Deferred Income	遞延收入	4,200	—
Total current liabilities	流動負債總額	4,200	—
Net assets	淨資產	1,648,238	1,681,427
EQUITY	權益		
Share capital	股本	103,568	103,568
Reserves (note)	儲備(附註)	1,544,670	1,577,859
Total equity	權益總額	1,648,238	1,681,427



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

#### 42. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (continued)

#### 42. 本公司財務狀況表(續)

Note:

附註：

A summary of the Company's reserves is as follows:

本公司儲備概要如下：

		Share premium 股份溢價 RMB'000 人民幣千元	Other reserve 其他儲備 RMB'000 人民幣千元	Accumulated losses 累計虧損 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2022	於2022年1月1日	1,827,965	54,049	(175,595)	1,706,419
Loss for the year	年內虧損	—	—	(152,372)	(152,372)
Total comprehensive loss	綜合虧損總額	—	—	(152,372)	(152,372)
Equity-settled share- based transactions	以權益結算的股份支付 交易	—	25,086	—	25,086
Other	其他	—	(1,274)	—	(1,274)
At 31 December 2022 and 1 January 2023	於2022年12月31日及 2023年1月1日	<u>1,827,965</u>	<u>77,861</u>	<u>(327,967)</u>	<u>1,577,859</u>

		Share premium 股份溢價 RMB'000 人民幣千元	Other reserve 其他儲備 RMB'000 人民幣千元	Accumulated losses 累計虧損 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	1,827,965	77,861	(327,967)	1,577,859
Loss for the year	年內虧損	—	—	(51,638)	(51,638)
Total comprehensive loss	綜合虧損總額	—	—	(51,638)	(51,638)
Equity-settled share- based transactions	以權益結算的股份支付 交易	—	18,449	—	18,449
At 31 December 2023	於2023年12月31日	<u>1,827,965</u>	<u>96,310</u>	<u>(379,605)</u>	<u>1,544,670</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

31 DECEMBER 2023 2023年12月31日

### 43. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 27 March 2024.

### 43. 批准財務報表

董事會已於2024年3月27日批准及授權刊發財務報表。

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“2022 Equity Incentive Scheme”		the equity incentive scheme adopted by the Board in accordance with the rules thereof on January 13, 2023 and approved by the Shareholders on the extraordinary general meeting of the Company held on March 30, 2023, the details of which are set out in the circular of the Company dated March 10, 2023
「2022年股權激勵計劃」	指	董事會於2023年1月13日根據其規則採納之股權激勵計劃，並經股東於本公司於2023年3月30日舉行的臨時股東大會上批准，其詳情載於本公司日期為2023年3月10日之通函
“AI”		artificial intelligence
「人工智能」	指	人工智能
“Airdoc HK”		Airdoc Technology (HK) Limited, a company incorporated in Hong Kong with limited liability on February 26, 2020 and a wholly owned subsidiary of our Company
「香港愛道」	指	愛道科技(香港)有限公司，一家於2020年2月26日在香港註冊成立的有限責任公司，為本公司全資附屬公司
“Airdoc Universe”		Beijing Airdoc Universe Technology Center L.P. (北京鬱金香宇宙科技中心(有限合夥)), a limited partnership established in the PRC on February 22, 2016 and an employee incentive platform of our Group
「鬱金香宇宙」	指	北京鬱金香宇宙科技中心(有限合夥)，一家於2016年2月22日在中國成立的有限合夥企業，為本集團僱員激勵平台
“AMD”		age-related macular degeneration
「AMD」	指	年齡相關性黃斑變性
“Articles of Association”		the articles of association of the Company adopted on May 12, 2021 and amended on November 10, 2022 and December 29, 2023
「組織章程細則」	指	本公司於2021年5月12日採納，並於2022年11月10日及2023年12月29日修訂的組織章程細則
“ASCVD”		atherosclerotic cardiovascular disease
「ASCVD」	指	動脈粥樣硬化性心血管疾病

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“associate(s)”		has the meaning ascribed to it under the Listing Rules
「聯繫人」	指	具有上市規則所賦予的涵義
“AUC”		the area under the curve, a measure of serum drug concentration over a given time period
「AUC」	指	曲線下面積，為特定時間段內血清藥物濃度的衡量指標
“Audit Committee”		the audit committee of the Board
「審核委員會」	指	董事會審核委員會
“Board of Supervisors”		the board of supervisors of the Company
「監事會」	指	本公司監事會
“Board” or “Board of Directors”		the board of directors of our Company
「董事會」	指	本公司董事會
“CDR”		cup to disc ratio, a measurement used in ophthalmology and optometry to assess the progression of glaucoma
「CDR」	指	杯盤比，在眼科和驗光中用於評估青光眼進展的一種測量方法
“China” or the “PRC”		the People’s Republic of China excluding, for the purpose of this annual report, Hong Kong, Macau Special Administrative Region and Taiwan
「中國」	指	中華人民共和國，就本年報而言，不包括香港、澳門特別行政區及台灣
“Class III medical device”		medical devices with relatively high risks, which shall be strictly controlled and administered through special measures to ensure their safety and effectiveness under the Regulation on the Supervision and Administration of Medical Devices (《醫療器械監督管理條例》)
「第三類醫療器械」	指	根據《醫療器械監督管理條例》，具有相對較高風險，需要採取特別措施嚴格控制管理以保證其安全有效的醫療器械



## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“Company”		Beijing Airdoc Technology Co., Ltd. (北京鷹瞳科技發展股份有限公司), a joint stock company incorporated in the PRC with limited liability on September 9, 2015
「本公司」	指	北京鷹瞳科技發展股份有限公司，一家於2015年9月9日在中國註冊成立的股份有限公司
“Company Law”		the Company Law of the PRC, as amended and supplemented from time to time
「《公司法》」	指	《中華人民共和國公司法》(經不時修訂及補充)
“Concert Party Agreement”		the agreement entered into between Mr. Zhang, Mr. Chen and Mr. Gao on October 14, 2016, pursuant to which Mr. Chen and Mr. Gao have undertaken to, among other things, vote unanimously with Mr. Zhang for any resolutions proposed at any Shareholders’ meetings of our Company
「一致行動人士協議」	指	根據張先生、陳先生及高先生於2016年10月14日訂立的協議，據此，陳先生及高先生已承諾(其中包括)就於本公司股東大會上提呈的任何決議案與張先生一致投票
“connected transaction”		has the meaning ascribed thereto under the Listing Rules
「關連交易」	指	具有上市規則所賦予的涵義
“Core Product(s)”		has the meaning ascribed to it in Chapter 18A of the Listing Rules; for the purpose of this annual report, our Core Product refers to our Airdoc-AIFUNDUS
「核心產品」	指	具有上市規則第18A章賦予的涵義；就本年報而言，我們的核心產品指Airdoc-AIFUNDUS
“Corporate Governance Code”		the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
「企業管治守則」	指	上市規則附錄C1所載企業管治守則
“CSRC”		China Securities Regulatory Commission (中國證券監督管理委員會), a regulatory body responsible for the supervision and regulation of the PRC national securities markets
「中國證監會」	指	中國證券監督管理委員會，負責監督及規管中國國家證券市場的監管機構
“Director(s)”		the director(s) of our Company, including all executive, non-executive and independent non-executive directors
「董事」	指	本公司董事，包括所有執行董事、非執行董事及獨立非執行董事

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“ESG Committee”		environmental, social and governance committee of the Board
「環境、社會及管治委員會」	指	董事會環境、社會及管治委員會
“Global Offering”		the Hong Kong Public Offering and the International Offering
「全球發售」	指	香港公開發售及國際發售
“Grant Price”		the price to be paid by the Participants for obtaining the Incentives as determined by the Board or its authorized persons from time to time during the Scheme Period after the Scheme is approved by the Shareholders on March 30, 2023
「授予價格」	指	該計劃於2023年3月30日經股東批准後，激勵對象為獲得於計劃期間董事會或其授權人士不時釐定的激勵而支付的價格
“Greater China”		PRC, Hong Kong, Macau and Taiwan
「大中華區」	指	中國、香港、澳門和台灣
“Group”		our Company and its subsidiaries
「本集團」	指	本公司及其附屬公司
“H Share(s)”		overseas listed foreign share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are to be listed on the Stock Exchange and traded in Hong Kong dollars
「H股」	指	本公司股本中每股面值人民幣1.00元的境外上市外資股，將於聯交所上市並以港元交易
“HK\$”		Hong Kong dollars, the lawful currency of Hong Kong
「港元」	指	港元，香港法定貨幣
“Hong Kong”		the Hong Kong Special Administrative Region of the PRC
「香港」	指	中國香港特別行政區
“ICVD”		ischemic cardiovascular disease, including myocardial infarction and cerebral infarction
「ICVD」	指	缺血性心血管疾病，包括心肌梗塞及腦梗塞

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“Incentive(s)”		incentive(s) granted by the Board to the Participants and vested by way of Incentive Shares under the Scheme Rules by the Board
「激勵」	指	董事會向激勵對象授予的激勵，由董事會根據計劃規則項下以激勵股份形式實現歸屬
“Incentive Shares”		H Shares underlying the Incentives to be granted to Participants
「激勵股份」	指	將向激勵對象授予的激勵相關H股
“Independent Third Party(ies)”		an individual or a company which, to the best of our Directors’ knowledge, information, and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules
「獨立第三方」	指	據董事經作出一切合理查詢後所知、所悉及所信，並非為本公司關連人士（定義見上市規則）的個人或公司
“Listing” or “IPO”		the listing of our Shares on the Stock Exchange
「上市」或「首次公開發售」	指	我們的股份於聯交所上市
“Listing Rules”		the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time
「上市規則」	指	聯交所證券上市規則（經不時修訂或補充）
“Model Code”		the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 of the Listing Rules
「標準守則」	指	上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則
“Mr. Chen”		Mr. Chen Mingqiang (陳明強), one of our co-founders and a member of the single largest group of Shareholders
「陳先生」	指	陳明強先生，乃我們的聯合創始人之一及單一最大股東集團成員
“Mr. Gao”		Mr. Gao Fei (高斐), one of our co-founders and a member of the single largest group of Shareholders
「高先生」	指	高斐先生，乃我們的聯合創始人之一及單一最大股東集團成員



## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“Mr. Zhang”		Mr. Zhang Dalei, our founder, the chairman of the Board, an executive Director and a member of the single largest group of Shareholders
「張先生」	指	張大磊先生，乃我們的創始人、董事會主席、執行董事及單一最大股東集團成員
“NASDAQ”		the Nasdaq Stock Market
「納斯達克」	指	納斯達克股票市場
“NMPA”		the National Medical Products Administration of China (國家藥品監督管理局)
「國家藥監局」	指	國家藥品監督管理局
“Nomination Committee”		the nomination committee of the Board
「提名委員會」	指	董事會提名委員會
“OEM”		acronym for original equipment manufacturer, a business that manufactures goods or equipment for branding and release by others
「原設備製造商」	指	原設備製造商(縮寫為OEM)，製造貨品或設備供他人創建品牌或發佈產品的企業
“Participant(s)”		selected participants in the 2022 Equity Incentive Scheme
「激勵對象」	指	獲選2022年股權激勵計劃的參與人士
“Ping An Healthtech”		Ping An Healthtech Co., Ltd. (平安醫療科技有限公司), a company established in the PRC with limited liability on September 28, 2017
「平安醫療科技」	指	平安醫療科技有限公司，一家於2017年9月28日在中國成立的有限責任公司
“pricing guidance”		a guidance issued by governmental authorities, which is a pre-requisite for the public hospitals to set specific charging items for medical service and charge patients accordingly
「定價指引」	指	政府機關發佈的指引，為公共醫院為醫療服務設置特定收費項目，並據此作為向患者收費的先決條件



## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“Prospectus”		the prospectus issued by the Company dated October 26, 2021
「招股章程」	指	本公司於2021年10月26日發佈的招股章程
“R&D”		Research and Development
「研發」	指	研究及開發
“Remuneration and Appraisal Committee”		the remuneration and appraisal committee of the Board
「薪酬與考核委員會」	指	董事會薪酬與考核委員會
“Reporting Period”		the year ended December 31, 2023
「報告期」	指	截至2023年12月31日止年度
“Retinal AI”		the application of AI technologies in the field of retinal imaging and analysis. It involves using AI algorithms and machine learning models to analyze retinal images and detect various abnormalities, lesions, or diseases affecting the retina
「眼底視網膜AI」	指	人工智能技術在視網膜成像和分析領域的應用。它涉及使用人工智能算法和機器學習模型來分析視網膜圖像，檢測影響視網膜的各種異常、病灶或疾病
“RMB”		Renminbi Yuan, the lawful currency of China
「人民幣」	指	人民幣，中國法定貨幣
“SaMD(s)”		Software as a Medical Device, a class of medical software designed to carry out one or more medical functions without the need for actual hardware
「SaMD」	指	作為醫療器械的軟件，是一類無需實際硬件即可用於執行一種或多種醫療功能的醫療軟件
“Securities Law”		the Securities Law of the PRC, as amended and supplemented from time to time
「《證券法》」	指	《中華人民共和國證券法》(經不時修訂及補充)

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“SFO”		the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
「證券及期貨條例」	指	香港法例第571章證券及期貨條例(經不時修訂或補充)
“Share(s)”		shares in the share capital of our Company, with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares
「股份」	指	本公司股本中每股面值人民幣1.00元的股份，包括未上市股份及H股
“Shareholder(s)”		holder(s) of the Share(s)
「股東」	指	股份持有人
“Stock Exchange”		The Stock Exchange of Hong Kong Limited
「聯交所」	指	香港聯合交易所有限公司
“Strategy Committee”		the strategy committee of the Board
「戰略委員會」	指	董事會戰略委員會
“subsidiary(ies)”		has the meaning ascribed to it in section 15 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
「附屬公司」	指	具有香港法例第622章公司條例第15條所賦予的涵義
“Substantial Shareholder(s)”		has the meaning ascribed to it under the Listing Rules
「主要股東」	指	具有上市規則所賦予的涵義
“Supervisor(s)”		supervisor(s) of our Company
「監事」	指	本公司監事
“Suqian Airdoc”		Suqian Airdoc Technology Center (Limited Partnership) (宿遷鷹瞳科技中心(有限合夥)), a limited partnership established in the PRC on October 13, 2020 and an employee incentive platform of our Group
「宿遷鷹瞳」	指	宿遷鷹瞳科技中心(有限合夥)，一家於2020年10月13日在中國成立的有限合夥企業，且為本集團僱員激勵平台

## DEFINITIONS AND GLOSSARY OF TECHNICAL TERMS

### 釋義及技術詞彙表

“Suqian Zhongyou”		Suqian Zhongyou Technology Center (Limited Partnership) (宿遷眾佑科技中心(有限合夥)), a limited partnership established in the PRC on November 10, 2020 and an employee incentive platform of our Group
「宿遷眾佑」	指	宿遷眾佑科技中心(有限合夥)，一家於2020年11月10日在中國成立的有限合夥企業，且為本集團僱員激勵平台
“United States”		the United States of America, its territories, its possessions and all areas subject to its jurisdiction
「美國」	指	美利堅合眾國，其領土、屬地及受其司法管轄的所有地區
“Unlisted Share(s)”		domestic share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is(are) subscribed for and paid up in RMB by domestic investors and currently not listed on any stock exchange
「未上市股份」	指	本公司股本中每股面值人民幣1.00元的內資股，由境內投資者以人民幣認購並繳足，目前並未於任何證券交易所上市
“US\$”		United States dollars, the lawful currency of the United States
「美元」	指	美元，美國法定貨幣
“Yadong Beichen”		Yadong Beichen Venture Investment Co., Ltd. (亞東北辰創業投資有限公司), previously known as Yadong Beichen Investment Management Co., Ltd. (亞東北辰投資管理有限公司), a company established in the PRC with limited liability on August 2, 2013
「亞東北辰」	指	亞東北辰創業投資有限公司(前稱亞東北辰投資管理有限公司)，一家於2013年8月2日在中國成立的有限責任公司

For the purpose of this annual report, references to “provinces” of China include provinces, municipalities under direct administration of the central government and provincial-level, autonomous regions.

就本年報而言，提及中國的「省」包括省、中央政府直接管理的直轄市及省級自治區。



